FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

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ton, D.C. 20549	
	│ OMB APPROVAL

OMB Number:	3235-0287
Estimated average burder	1
hours per response:	0.5

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b)

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* <u>CARROLL MILTON</u>					2. Issuer Name and Ticker or Trading Symbol HALLIBURTON CO [ HAL ]									tionship of Reporting all applicable) Director		g Person(s) to Issuer 10% Owne			
(Last) 1111 LO	(F UISIANA	First)		3. Date of Earliest Transaction (Month/Day/Year) 09/30/2012									Officer (give title below)		Other (sp below)		specify		
(Street) HOUST(		TX State)	77002 (Zip)		4. If Amendment, Date of Original Filed (Month/Day/Year)								3. Indiv ₋ine) X	,					
		7	「able I - Non	-Deriva	tive S	Securitie	es Acc	quired, [	Disp	osed	of, or B	eneficia	ılly C	Owned					
1. Title of Security (Instr. 3)			- 1	2. Transaction Date (Month/Day/Year)		2A. Deemed Execution Date, if any (Month/Day/Year)		Code (Instr.		4. Securities Acquired (A) of Disposed Of (D) (Instr. 3, 4					у	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		7. Nature of Indirect Beneficial Ownership (Instr. 4)	
								Code	v	Amoun	nt (A) or P		е	Transactio (Instr. 3 an				(3.11 4)	
Common Stock														20,271			D		
			Table II - [					uired, Di , options						vned					
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		Derivative		6. Date Exercisab Expiration Date (Month/Day/Year)		le and 7. Title and Amour Securities Underly Derivative Securit (Instr. 3 and 4)		s Underlying Security		8. Price of Derivative Security (Instr. 5)	9. Number derivative Securities Beneficial Owned Following Reported Transactio	e s ally g	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership (Instr. 4)	
				Code	v	(A)		Date Exercisable	Exp Dat	piration te	Title	Amount Number Shares			(Instr. 4)	0.11(3)			
Stock Equivalent Units	(1)	09/30/2012		A		776.99 <sup>(2)</sup>		(3)		(3)	Common Stock	776.9	99	(4)	18,427	7.5	D		
Restricted Stock	(5)							(6)		(6)	Common	5.285.9	<b>19</b> (7)		5 285 0	o <sup>(7)</sup>	D		

## **Explanation of Responses:**

- 1. The security converts to common stock on a one-for-one basis
- 2. Stock equivalents acquired under the Halliburton Company Directors' Deferred Compensation Plan reported on a pro rata basis to reflect Issuer's Plan quarter. Said Plan is an ongoing securities acquisition plan.
- 3. The stock equivalent units were accrued under the Company's Directors' Deferred Compensation Plan and are settled in the Company's common stock upon cessation as a director.
- 4. On September 27, 2012, the closing price of Halliburton Company's Common Stock on the New York Stock Exchange was \$34.22.
- 5. Each restricted stock unit represents a right to receive one share of the Company's common stock.
- 6. The restricted stock units vest in four equal annual installments beginning August 1, 2013. Vested shares will be delivered to the reporting person either upon vesting, or if reporting person elected to defer receipt, upon cessation as a director.
- 7. Includes 13.99 dividend equivalent units as of September 30, 2012.

## Remarks:

Robert L. Hayter, by Power of 10/02/2012 **Attorney** 

\*\* Signature of Reporting Person Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

- \* If the form is filed by more than one reporting person, see Instruction 4 (b)(v).
- \*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.