FORM 4

## **UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

| nington, D.C | C. 20549 |  |  |  |
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| OMB APF     | PROVAL   |  |  |  |  |
|-------------|----------|--|--|--|--|
| OMB Number: | 3235-028 |  |  |  |  |

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

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

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

| 1. Name and Address of Reporting Person*  BENNETT ALAN M |               |  |            |          | 2. Issuer Name <b>and</b> Ticker or Trading Symbol HALLIBURTON CO [ HAL ] |                       |          |                            |               |                             |  |      | 5. Rel<br>(Chec   | ationship of<br>k all applica<br>Director | Reporting<br>ole)   | g Perso           | n(s) to Issu  |   |  |
|--|---------------|--|------------|----------|---|-----------------------|----------|----------------------------|---------------|-----------------------------|--|------|---|---|---|-------------------|---|---|--|
| (Last) 48 FIEL   | (F<br>D BROOK | First)                                     | (Middle)   |          | 3. Date of Earliest Transaction (Month/Day/Year) 03/31/2013               |                       |          |                            |               |                             |  |      | Officer (g<br>below)  | give title                                |   | Other (<br>below) | specify   |   |  |
| (Street) MADISO  |               |  | 06443      |          | 4. If Amendment, Date of Original Filed (Month/Day/Year)                  |                       |          |                            |               | 6. Ind<br>Line)             | Form filed by More than One Reporting Person         |      |   |   | n   |                   |   |   |  |
| (City)   | (\$           | State)                                     | (Zip)      |          |   |                       |          |                            |               |                             |  |      |   |   |   |                   |   |   |  |
| Table I - Non  1. Title of Security (Instr. 3)           |               |  | 2. Transac |          |   | e, Tr.<br>Co          | ransacti | ion str.                   | 4. Securities |                             | ities Acquired (A) or<br>d Of (D) (Instr. 3, 4 and 5 |      | 5. Amount of<br>Securities<br>Beneficially<br>Owned Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) |   | 6. Ownership<br>Form: Direct<br>(D) or Indirect<br>(I) (Instr. 4) |                   | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4)     |   |  |
| Derivative   Conversion   Date                           |               | 3. Transaction<br>Date<br>(Month/Day/Year) |            | e.g., pu | saction e (Instr. Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)     |                       | S, opt   | e Exercation Da<br>h/Day/Y | ; COI         | convertible and 7. S D (III |  |      |   |   | ned  5. Price of Jerivative derivative security  Securities       |                   | 10.<br>Ownershi<br>Form:<br>Direct (D)<br>or Indirec<br>(I) (Instr. 4 | Beneficial<br>Ownership<br>t (Instr. 4) |  |
| Stock<br>Equivalent                                      | (1)           | 03/31/2013                                 |            | A        |   | 409.81 <sup>(2)</sup> |          | (3                         | 3)            |                             | (3)  | Comm |   | 109.81                                    | (4)   | 12,892            | 2.24  | D                                       |  |

## **Explanation of Responses:**

(5)

- 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.

(6)

- 3. The stock equivalent units were accrued under the Company's Directors' Deferred Compensation Plan and are settled in the Company's common stock following cessation as a director.
- 4. On March 28, 2013, the closing price of Halliburton Company's Common Stock on the New York Stock Exchange was \$40.41.
- 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, following cessation as a director.
- 7. Includes 16.29 dividend equivalent units as of March 31, 2013.

## Remarks:

Restricted

Stock

Units

Robert L. Hayter, by Power of 04/02/2013 **Attorney** 

\*\* Signature of Reporting Person Date

Common

Stock

5,316.03(7)

5,316.03<sup>(7)</sup>

(6)

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

- $^{\star}$  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.