PROBERT TIMOTHY J

Form 4 January 07, 2009

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

OMB APPROVAL

Number: 3235-0287

January 31,

Expires:

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0.5

Check this box if no longer subject to Section 16. Form 4 or

Section 16.

Form 4 or

Form 5

obligations

Section 17(a) of the Public Utility Holding Company

Section 17(b) of the Public Utility Holding Company

Form 5 obligations may continue. See Instruction Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

1(b).

Common

Stock

01/05/2009

(Print or Type Responses)

1. Name and Address of Reporting Person * PROBERT TIMOTHY J			2. Issuer Name and Ticker or Trading Symbol HALLIBURTON CO [HAL]			5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
(Last)	(First)	(Middle)	3. Date of	Earliest Tr	ansaction					
1401 MCKINNEY STREET, SUITE 2400			(Month/Day/Year) 01/05/2009			Director _X_ Officer (give below) EVP - Stra		•		
		4. If Amendment, Date Original			6. Individual or Joint/Group Filing(Check					
HOUSTON,		Filed(Month/Day/Year)			Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person					
(City)	(State)	(Zip)	Table	e I - Non-D	Perivative Securities Acq	uired, Disposed o	f, or Beneficial	ly Owned		
1.Title of Security (Instr. 3)	2. Transaction D (Month/Day/Yea	ar) Executio any	med on Date, if Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired on(A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned	6. Ownership Form: Direct (D) or Indirect (I)	7. Nature of Indirect Beneficial Ownership		

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

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 control number.

SEC 1474

(9-02)

Following

Reported

106,878

Transaction(s) (Instr. 3 and 4)

(A)

Price

19.45

(Instr. 4)

D

(Instr. 4)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

Code V Amount (D)

D

425 (1) D

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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. Transactic Code (Instr. 8)	5. Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8. Pr Deri Secu (Inst
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Option to Buy Common Stock	\$ 15.42					12/02/2008	12/02/2018	Common Stock	26,400	
Option to Buy Common Stock	\$ 9.3					01/29/2003	01/29/2013	Common Stock	20,000	
Option to Buy Common Stock	\$ 35.67					02/13/2008	02/13/2018	Common Stock	8,400	
Option to Buy Common Stock	\$ 11.82					06/09/2003	06/09/2013	Common Stock	35,200	
Option to Buy Common Stock	\$ 14.43					03/16/2004	03/16/2014	Common Stock	14,000	
Option to Buy Common Stock	\$ 22.55					04/07/2005	04/07/2015	Common Stock	10,920	
Option to Buy Common Stock	\$ 33.02					01/06/2006	01/06/2016	Common Stock	11,000	
Option to Buy Common Stock	\$ 29.87					01/03/2007	01/03/2017	Common Stock	13,400	

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Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

PROBERT TIMOTHY J 1401 MCKINNEY STREET SUITE 2400 HOUSTON, TX 77010

EVP - Strategy & Corp Develop

Signatures

Robert L. Hayter, by Power of Attorney

01/07/2009

**Signature of Reporting Person

Date

Explanation of Responses:

- * 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).

Shares transferred to Halliburton Company for payment for Federal tax withholding obligations on lapse of restrictions on shares issued (1) under the 1993 Stock and Incentive Plan. Said Plan permits Reporting Person to satisfy withholding tax obligation by transferring unrestricted shares to the Issuer.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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