

SECURITIES AND EXCHANGE COMMISSION

Issuer Delisting; Order Granting the Application of Baker Hughes Incorporated to Withdraw its Common Stock, \$1.00 par value, from Listing and Registration on the Pacific Exchange, Inc. File No. 1-09397

October 26, 2005

On September 6, 2005, Baker Hughes Incorporated, a Delaware corporation ("Issuer"), filed an application with the Securities and Exchange Commission ("Commission"), pursuant to Section 12(d) of the Securities Exchange Act of 1934 ("Act")¹ and Rule 12d2-2(d) thereunder,² to withdraw its common stock, \$1.00 par value ("Security"), from listing and registration on the Pacific Exchange, Inc. ("PCX"). Notice of such application requesting comments was published in the Federal Register on October 4, 2005.³ No comments were received. As discussed below, the Commission is granting the application.

The Board of Directors ("Board") of the Issuer approved resolutions on July 28, 2005 to withdraw the Security from listing on PCX. The Issuer stated that the following reasons factored into the Board's decision to withdraw the Security from PCX: (i) the Issuer's predecessor, Baker International Corporation, was originally incorporated in the State of California, had its principal place of business located in the State of California and its common stock listed on PCX; (ii) in connection with the combination of Baker International Corporation and Hughes Tool Company in 1987, the Issuer listed the Security on the New York Stock Exchange ("NYSE"); (iii) the Issuer's principal place of business is located in the State of

¹ 15 U.S.C. 78j(d).

² 17 CFR 240.12d2-2(d).

³ See Securities Exchange Act Release No. 52518 (September 27, 2005), 70 FR 57906.

Texas; (iv) listing the Security on PCX is no longer in the best interest of the Issuer; and (v) the Security will continue to be listed on NYSE.

The Issuer stated in its application that it has complied with applicable rules of PCX Rule 5.4(b) by complying with all applicable laws in effect in the State of Delaware, the state in which the Issuer is incorporated, and by providing PCX with the required documents governing the withdrawal of securities from listing and registration on PCX. The Issuer's application relates solely to the withdrawal of the Security from listing on PCX and shall not affect its continued listing on NYSE or its obligation to be registered under Section 12(b) of the Act.⁴

The Commission, having considered the facts stated in the application and having due regard for the public interest and protection of investors, orders that the application be, and it hereby is, granted, effective at the opening of business on October 27, 2005.

For the Commission, by the Division of Market Regulation, pursuant to delegated authority.⁵

Jonathan G. Katz
Secretary

⁴ 15 U.S.C. 781(b).

⁵ 17 CFR 200.30-3(a)(1).