

HALLIBURTON CO
Form 4
August 02, 2005

FORM 4

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

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 OF
SECURITIES**

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

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
MIRE WELDON J

(Last) (First) (Middle)

**HALLIBURTON
COMPANY, 10200 BELLAIRE
BLVD.**

(Street)

HOUSTON, TX 77072

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol
HALLIBURTON CO [HAL]

3. Date of Earliest Transaction
(Month/Day/Year)
08/01/2005

4. If Amendment, Date Original
Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

____ Director ____ 10% Owner
X Officer (give title below) ____ Other (specify below)
Vice Pres - Human Resources

6. Individual or Joint/Group Filing(Check
Applicable Line)
X Form filed by One Reporting Person
____ Form filed by More than One Reporting
Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price		
Common Stock	08/01/2005		M		1,800	A	\$ 29.06	34,506.15	D
Common Stock	08/01/2005		S		1,800	D	\$ 56.175	32,706.15	D
Common Stock	08/01/2005		M		3,000	A	\$ 39.5	35,706.15	D
Common Stock	08/01/2005		S		3,000	D	\$ 56.175	32,706.15	D
Common Stock	08/01/2005		M		2,419	A	\$ 31.55	35,125.15	D

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Common Stock	08/01/2005	S	2,419	D	\$ 56.175	32,706.15	D	
Common Stock	08/01/2005	M	2,270	A	\$ 26.03	34,976.15	D	
Common Stock	08/01/2005	S	2,270	D	\$ 56.175	32,706.15	D	
Common Stock	08/01/2005	M	7,500	A	\$ 39.55	40,206.15	D	
Common Stock	08/01/2005	S	7,500	D	\$ 56.175	32,706.15	D	
Common Stock	07/31/2005	D	<u>0.845</u> (1)	D	\$ 48.1	860.347	I	Master Trust

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

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(9-02)

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

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)	5. Number of 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)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Option to Buy Common Stock	\$ 38.61							12/02/2004	12/02/2014	Common Stock	4,500
Option to Buy Common Stock	\$ 26.03	08/01/2005		M		2,270		01/02/2004	01/02/2014	Common Stock	2,270
Option to Buy Common Stock	\$ 39.5	08/01/2005		M		3,000		12/02/2000	12/02/2009	Common Stock	3,000

Option to Buy Common Stock	\$ 29.0625	08/01/2005	M	1,800	02/17/2000	02/17/2009	Common Stock	1,800
Option to Buy Common Stock	\$ 31.55	08/01/2005	M	2,419	04/01/2003	07/19/2011	Common Stock	2,419
Option to Buy Common Stock	\$ 39.55	08/01/2005	M	7,500	02/23/2002	02/23/2011	Common Stock	7,500

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
MIRE WELDON J HALLIBURTON COMPANY 10200 BELLAIRE BLVD. HOUSTON, TX 77072			Vice Pres - Human Resources	

Signatures

Margaret E. Carriere, by Power of Attorney 08/02/2005

__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).

- (1) Reporting Person's beneficial interest in 860.347 shares of Halliburton Company Common Stock by the Halliburton Company Employee Benefit Master Trust No. 3, which shares are 100% vested.

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

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