HALLIBURTON CO

Form 4

August 19, 2008

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

OMB APPROVAL

3235-0287

Expires:

January 31, 2005

0.5

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Check this box

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).

(Print or Type Responses)

1. Name and A Angelle Eve		rting Person *	2. Issuer Name and Ticker or Trading Symbol HALLIBURTON CO [HAL]	5. Relationship of Reporting Person(s) to Issuer		
		(Middle)		(Check all applicable)		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction			
			(Month/Day/Year)	Director 10% Owner		
10200 BELLAIRE			08/18/2008	_X_ Officer (give title Other (specify		
BLVD., 2NE-12A				below) below)		
BE (B., 21 (B. 12)1				Vice President - Controller		
(Street)			4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Check		
			Filed(Month/Day/Year)	Applicable Line)		
			•	_X_ Form filed by One Reporting Person		
HOUSTON, TX 77072				Form filed by More than One Reporting Person		
(City)	(State)	(Zip)	Table I - Non-Derivative Securities Acc	nuired Disposed of ar Repeticially Owner		

(City)	(State)	Tab	le I - Non-	Derivative Se	curitie	es Acquir	ed, Disposed of, o	or Beneficially	y Owned
1.Title of	2. Transaction Date	2A. Deemed	3.	4. Securities	Acqui	red (A)	5. Amount of	6.	7. Nature of
Security	(Month/Day/Year)	Execution Date, if	Transactio	omr Disposed	of (D)		Securities	Ownership	Indirect
(Instr. 3)		any	Code	(Instr. 3, 4 ar	d 5)		Beneficially	Form:	Beneficial
		(Month/Day/Year)	(Instr. 8)				Owned	Direct (D)	Ownership
							Following	or Indirect	(Instr. 4)
					(4)		Reported	(I)	
					(A)		Transaction(s)	(Instr. 4)	
			Code V	Amount	or (D)	Price	(Instr. 3 and 4)		
Common			Couc ,	Timount	(D)	\$			
	08/18/2008		S	638.5446	D		31,759.72 (1)	D	
Stock						43.61			

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

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

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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. Transacti Code (Instr. 8)	5. oriNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		te	7. Title and Underlying (Instr. 3 and	Securities
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Option to Buy Common Stock	\$ 35.67					02/13/2008	02/13/2018	Common Stock	5,500
Option to Buy Common Stock	\$ 14.43					03/16/2004	03/16/2014	Common Stock	3,280
Option to Buy Common Stock	\$ 33.02					01/06/2006	01/06/2016	Common Stock	2,800
Option to Buy Common Stock	\$ 29.87					01/03/2007	01/03/2017	Common Stock	3,300
Option to Buy Common Stock	\$ 35.03					06/07/2007	06/07/2017	Common Stock	2,450

Reporting Owners

Reporting Owner Name / Address	Relationships							
Troporting of more remove requirement	Director	10% Owner	Officer	Other				
Angelle Evelyn M 10200 BELLAIRE BLVD. 2NE-12A HOUSTON, TX 77072			Vice President - Controller					

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Signatures

Robert L. Hayter, by Power of Attorney 08/19/2008

**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).
- Due to a reporting error in the original Form 3 filed on January 9, 2008, the amount of securities beneficially owned should have been 32,018.17. The amount of securities beneficially owned on this Form reflects the sale of the 638.5446 shares of Halliburton Company stock in Reporting Person's 401(k) plan and includes 380.09 shares of Common Stock purchased through the Halliburton Company Employee Stock Purchase Plan.

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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