

Pope Lawrence J  
Form 4  
May 08, 2008

# FORM 4

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

OMB APPROVAL

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## 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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
Pope Lawrence J

(Last) (First) (Middle)

1401 MCKINNEY STREET, SUITE 2400

(Street)

HOUSTON, TX 77010

(City) (State) (Zip)

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

3. Date of Earliest Transaction (Month/Day/Year)  
05/07/2008

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director  10% Owner  
 Officer (give title below)  Other (specify below)

Vice Pres, HR and Admin

6. Individual or Joint/Group Filing (Check Applicable Line)

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 Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock	05/07/2008		M		2,134	A	\$ 19.78
Common Stock	05/07/2008		S <sup>(1)</sup>		2,134	D	\$ 47.06
Common Stock	05/07/2008		M		866	A	\$ 15.78
Common Stock	05/07/2008		S <sup>(1)</sup>		866	D	\$ 47.06
Common Stock	05/07/2008		S <sup>(1)</sup>		2,000	D	\$ 47.06

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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)	Title	Amount or Number of Shares	
Option to Buy Common Stock	\$ 19.78	05/07/2008		M		2,134		Common Stock	2,134	
Option to Buy Common Stock	\$ 15.78	05/07/2008		M		866		Common Stock	866	
Option to Buy Common Stock	\$ 36.9						12/05/2007	12/05/2017	Common Stock	9,100
Option to Buy Common Stock	\$ 33.17						12/06/2006	12/06/2016	Common Stock	10,400
Option to Buy Common Stock	\$ 14.43						03/16/2004	03/16/2014	Common Stock	13,900
Option to Buy Common Stock	\$ 20.89						02/17/2005	02/17/2015	Common Stock	12,000
Option to Buy Common	\$ 32.39						12/07/2005	12/07/2015	Common Stock	7,000

