

Pope Lawrence J
Form 4
September 17, 2010

FORM 4

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
Pope Lawrence 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 Transaction (Month/Day/Year)

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

HALLIBURTON COMPANY, 3000 N. SAM HOUSTON PARKWAY E.

09/15/2010

EVP Administration & CHRO

(Street)

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

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

HOUSTON, TX 77032

(City) (State) (Zip)

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)
				(A) or (D) Code V Amount Price			
Common Stock	09/15/2010		D	40 ⁽¹⁾ D \$ 31.38	108,322.05	D	
Common Stock	09/15/2010		S	6,322 D \$ 30.98	102,000.05	D	
Common Stock	09/15/2010		S	3,694 D \$ 30.99	98,306.05	D	
Common Stock	09/15/2010		S	298 D \$ 31.23	98,583.09 ⁽²⁾	D	

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)	8. Price or Number of Shares
Option to Buy Common Stock	\$ 29.35					Date Exercisable: 12/01/2009 Expiration Date: 12/01/2019	Common Stock	26,500
Option to Buy Common Stock	\$ 15.42					Date Exercisable: 12/02/2008 Expiration Date: 12/02/2018	Common Stock	21,100
Option to Buy Common Stock	\$ 15.78					Date Exercisable: 07/19/2001 Expiration Date: 07/19/2011	Common Stock	3,484
Option to Buy Common Stock	\$ 36.9					Date Exercisable: 12/05/2007 Expiration Date: 12/05/2017	Common Stock	9,100
Option to Buy Common Stock	\$ 33.17					Date Exercisable: 12/06/2006 Expiration Date: 12/06/2016	Common Stock	10,400
Option to Buy Common Stock	\$ 14.43					Date Exercisable: 03/16/2004 Expiration Date: 03/16/2014	Common Stock	13,900
Option to Buy	\$ 20.89					Date Exercisable: 02/17/2005 Expiration Date: 02/17/2015	Common Stock	12,000

Common
Stock

Option to
Buy
Common
Stock

\$ 32.39

12/07/2005 12/07/2015

Common
Stock 7,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Pope Lawrence J HALLIBURTON COMPANY 3000 N. SAM HOUSTON PARKWAY E. HOUSTON, TX 77032			EVP Administration & CHRO	

Signatures

Robert L. Hayter, by Power of
Attorney

09/17/2010

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

(2) Includes 575.04 shares of stock purchased through the Halliburton Company Employee Stock Purchase Plan for the period ended June 30, 2010.

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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