

HALLIBURTON CO  
Form 4  
July 26, 2005

**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 \*  
**LESAR DAVID J**

(Last) (First) (Middle)

1401 MCKINNEY, 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)  
**07/22/2005**

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)  
Chairman, Pres. and CEO

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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock	07/22/2005		M		22,000	A	\$ 22.75
Common Stock	07/22/2005		S <sup>(1)</sup>		22,000	D	\$ 50.8
Common Stock	07/22/2005		M		71,000	A	\$ 29.56
Common Stock	07/22/2005		S <sup>(1)</sup>		71,000	D	\$ 50.8
Common Stock	07/22/2005		M		30,000	A	\$ 26.43

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Common Stock	07/22/2005	S <sup>(1)</sup>	30,000	D	\$ 50.8	771,270.98	D	
Common Stock	07/22/2005	S <sup>(1)</sup>	94,357	D	\$ 50.8	676,913.98	D	
Common Stock						20,000	I	Partnership

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

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**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 of Number of Shares
Option to Buy Common Stock	\$ 22.75	07/22/2005		M	22,000	12/06/1996 12/06/2005	Common Stock 22,000
Option to Buy Common Stock	\$ 29.5625	07/22/2005		M	71,000	12/04/1997 12/04/2006	Common Stock 71,000
Option to Buy Common Stock	\$ 26.437	07/22/2005		M	30,000	02/14/1996 02/14/2006	Common Stock 30,000
Option to Buy Common Stock	\$ 44.08					03/03/2005 03/03/2015	Common Stock 100,000
Option to Buy Common Stock	\$ 38.61					12/02/2004 12/02/2014	Common Stock 69,000
	\$ 26.03					01/02/2004 01/02/2014	100,000



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