

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

FORM 8-K

CURRENT REPORT

PURSUANT TO SECTION 13 OR 15(d) OF THE
SECURITIES EXCHANGE ACT OF 1934

DATE OF REPORT (date of earliest event reported)

DECEMBER 7, 1995

Halliburton Company
(Exact name of registrant as specified in its charter)

State or other
jurisdiction
of incorporation

Commission
File Number

IRS Employer
Identification
Number

Delaware

1-3492

No. 73-0271280

3600 Lincoln Plaza
500 North Akard Street
Dallas, Texas 75201-3391
(Address of principal executive offices)

Registrant's telephone number,
including area code - 214/978-2600

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INFORMATION TO BE INCLUDED IN REPORT

Item 5. Other Events

The registrant may, at its option, report under this item any events, with respect to which information is not otherwise called for by this form, that the registrant deems of importance to security holders.

On December 7, 1995, the registrant issued a press release entitled Halliburton Renews Shareholders Rights Plan, pertaining, among other things, to an announcement that registrant has renewed and extended its Shareholders Rights Plan for ten years to December 15, 2005, and made certain modifications to the Plan. The rights issued under the Plan will now be exercisable after a person or group acquires ownership of 15% or more of the Company's common stock, or announces a tender offer the completion of which would result in the ownership by a person or group of 15% or more of the common stock. The rights can now be redeemed by the Company for \$.01 per right and provisions have been added to the Plan to avoid inadvertent triggering of the rights.

The foregoing summary is subject to the full text of the press release with respect thereto, a copy of which is attached hereto as Exhibit 20, which exhibit is incorporated herein by reference.

Item 7. Financial Statements and Exhibits

List below the financial statements, pro forma financial information and exhibits, if any, filed as part of this report.

(c) Exhibits.

Exhibit 20 - Press release dated December 7, 1995

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SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

HALLIBURTON COMPANY

Date: December 7, 1995

By: _____
Robert M. Kennedy
Vice President - Legal

EXHIBIT INDEX

Exhibit Number	Description	Sequentially Numbered Page
20	Press Release of December 7, 1995 Incorporated by Reference	5 of 5

HALLIBURTON RENEWS SHAREHOLDERS RIGHTS PLAN

DALLAS, Texas -- Halliburton Company announced today that it has renewed and extended its Shareholders Rights Plan for ten years to December 15, 2005, and made certain modifications to the Plan.

The rights issued under the Plan will now be exercisable after a person or group acquires ownership of 15% or more of the Company's common stock, or announces a tender offer the completion of which would result in the ownership by a person or group of 15% or more of the common stock. The rights can now be redeemed by the Company for \$.01 per right and provisions have been added to the Plan to avoid inadvertent triggering of the rights.

The Company said that, although the renewal of the Plan was not in response to a current takeover threat, the Company's Board of Directors determined that it was in the best interests of the Company's shareholders to renew the Plan in the event a takeover threat develops in the future and it becomes necessary for the Company to take action to make sure that its shareholders receive fair and equal treatment.

Halliburton Company is one of the world's largest diversified energy services, engineering, maintenance, and construction companies. Founded in 1919, Halliburton provides a broad range of energy services and products, industrial and marine engineering and construction services.

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