

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)

MAY 28, 1997

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. 75-2677995

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 May 28, 1997, registrant issued a press release entitled Halliburton to Acquire Kinhill Holdings pertaining, among other things, to an announcement that registrant's Brown & Root Pty Ltd business unit has offered to purchase for cash all of the outstanding shares of Kinhill Holdings Limited, an Australian public company. The offered cash purchase price is AUD 1.64 per share (about \$1.25 U.S.). The consideration, including the purchase of outstanding options and convertible notes, will total about \$34 million U.S. The offer will be made by Brown & Root to Kinhill shareholders within the next few days and the shareholders will have 30 days to accept. Brown & Root has already acquired control of 19.99 percent of the issued shares of Kinhill as well as some convertible notes and an existing option to subscribe to 1,375,000 shares.

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 May 28, 1997.

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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: May 28, 1997

By: /s/ Susan S. Keith

Susan S. Keith
Vice President, Secretary and
Corporate Counsel

EXHIBIT INDEX

Exhibit Number	Description	Sequentially Numbered Page
20	Press Release of May 28, 1997 Incorporated by Reference	5 of 6

