

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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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 15, 2002

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 15, 2002 registrant issued a press release entitled "Halliburton 2002 Shareholders' Meeting and Second Quarter Dividend," pertaining to an announcement that at registrant's annual shareholders' meeting, registrant's shareholders elected all 12 nominees to the board of directors, approved the adoption of an employee stock purchase plan and voted against a shareholder proposal. Following the shareholders' meeting registrant's board of directors declared a second quarter dividend of 12.5 cents per share on registrant's common stock payable June 27, 2002 to shareholders of record at the close of business on June 6, 2002.

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 15, 2002.

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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 15, 2002

By: /s/ Susan S. Keith

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Susan S. Keith  
Vice President and Secretary

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EXHIBIT INDEX

Exhibit Number	Description	Sequentially Numbered Page
20	Press Release of May 15, 2002 Incorporated by Reference	5 of 5

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FOR IMMEDIATE RELEASE

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May 15, 2002

Contact: Cedric W. Burgher  
Halliburton, Investor Relations  
(713) 676-4608

Wendy Hall  
Halliburton, Public Relations  
(713) 676-5227

HALLIBURTON 2002 SHAREHOLDERS' MEETING AND SECOND QUARTER DIVIDEND

DALLAS, Texas - At Halliburton Company's (NYSE: HAL) annual meeting of shareholders in Dallas today, the shareholders elected all 12 nominees to the board of directors, approved the adoption of an employee stock purchase plan and voted against a shareholder proposal.

Shareholders re-elected Robert L. Crandall, Kenneth T. Derr, Charles J. DiBona, Lawrence S. Eagleburger, W. R. Howell, Ray L. Hunt, David J. Lesar, Aylwin B. Lewis, J. Landis Martin, Jay A. Precourt, Debra L. Reed and C. J. Silas. Lord Clitheroe, a director since 1987, retired from the board immediately prior to the shareholders' meeting.

At the board of directors' meeting following the shareholders' meeting, the board declared a second quarter dividend of 12.5 cents per share on the company's common stock payable June 27, 2002 to shareholders of record at the close of business on June 6, 2002.

Halliburton Company, founded in 1919, is one of the world's largest providers of products and services to the petroleum and energy industries. The company serves its customers with a broad range of products and services through its Energy Services Group and Engineering and Construction Group business segments. The company's World Wide Web site can be accessed at [www.halliburton.com](http://www.halliburton.com).

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