SEC Form 4

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934
or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person*	2. Issuer Name **and** Ticker or Trading Symbol	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)
LESAR DAVID J	**HALLIBURTON CO** [HAL]	

(Last)	(First)	(Middle)

3000 N. SAM HOUSTON PARKWAY E.

3. Date of Earliest Transaction (Month/Day/Year)
12/21/2010

Relationship:
- X Director
- X Officer (give title below)
- 10% Owner
- Other (specify below)

Chairman, Pres. and CEO

(Street)

HOUSTON **TX** **77032**

4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line)
	X Form filed by One Reporting Person
	Form filed by More than One Reporting Person

(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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	12/21/2010		G	V	640	D	$0	904,889.92	D	
Common Stock								208,000	I	Spouse

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 Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Option to Buy Common Stock	$39.19							12/01/2010	12/01/2020	Common Stock	108,000		108,000	D	
Option to Buy Common Stock	$15.42							12/02/2008	12/02/2018	Common Stock	174,716		174,716	D	
Option to Buy Common Stock	$29.35							12/01/2009	12/01/2019	Common Stock	128,400		128,400	D	
Option to Buy Common Stock	$19.31							12/02/2004	12/02/2014	Common Stock	46,000		46,000	D	
Option to Buy Common Stock	$22.04							03/03/2005	03/03/2015	Common Stock	133,334		133,334	D	
Option to Buy Common Stock	$36.9							12/05/2007	12/05/2017	Common Stock	110,700		110,700	D	
Option to Buy Common Stock	$33.17							12/06/2006	12/06/2016	Common Stock	348,699		348,699	D	
Option to Buy Common Stock	$32.39							12/07/2005	12/07/2015	Common Stock	180,000		180,000	D	

Explanation of Responses:

Remarks:

Robert L. Hayter, by Power of Attorney

12/23/2010

** Signature of Reporting Person   Date

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