## SEC Form 4

# FORM 4

1. Name and Address of Reporting Person\*

DDECOUDT IAV A

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

OMB Number:	3235-0287
Estimated average but	rden
hours per response:	0.5

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

### 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

2. Issuer Name and Ticker or Trading Symbol

HALLIBURTON CO [ HAL ]

PRECOURT JAY A         (Last)       (First)       (Middle)         328 MILL CREEK CIRCLE         (Street)         VAIL       CO       81657         (City)       (State)       (Zip)					HALLIBURION CO [ HAL ]         3. Date of Earliest Transaction (Month/Day/Year)         01/31/2006         4. If Amendment, Date of Original Filed (Month/Day/Year)								X Directo		1	0% Ow	ner
													Officer below)	Officer (give title below)		Other (specify below)	
													e) X Form fi Form fi	vidual or Joint/Group Filing (Check Applicable Form filed by One Reporting Person Form filed by More than One Reporting Person			
	Та	ble I - Nor	n-Deri	vativ	/e Se	curities	Aco	quired,	Dis	posed of	, or Ben	eficial	v Owned				
1. Title of Security (Instr. 3)			2. Tran Date	ate		2A. Deemed Execution Date, if any		3. 4. Secu Transaction Dispos Code (Instr. 5)		4. Securiti Disposed	urities Acquired (A) o sed Of (D) (Instr. 3, 4 a		5. Amour Securitie Beneficia Owned F	s ally ollowing	Form: Dire (D) or Indir	ct l ect E	7. Nature of Indirect Beneficial Ownership (Instr. 4)
								Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)				
Stock													17,	903	D		
													Owned				
1. Title of Derivative Security (Instr. 3) 2. Conversion or Exercise Price of Derivative Security	Date Execution D (Month/Day/Year) if any		ate, Transac Code (Ir		(Instr. Securities Acquired (A) or Disposed		(A) ed	Expiration Date (Month/Day/Yea		te	of Securities Underlying Derivative Sec		Derivative Security	derivative Securities Beneficial Owned Following Reported	e Own Forn Ily Direct or In I (I) (II	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownershi (Instr. 4)
				Code	v	(A)	(D)	Date Exercisa	ble		Title	or		(Instr. 4)			
(1)	01/31/2006			Α		168.97 <sup>(2)</sup>		(3)		(3)	Common Stock	168.97	(4)	9,475.2	23	D	
\$51.5								(5)		05/17/2010	Common Stock	1,000		1,000	)	D	
\$51								(5)		09/18/2010	Common Stock	5,000		5,000	)	D	
\$43.656								(5)		03/19/2008	Common Stock	1,000		1,000	)	D	
\$45.35								(5)		05/15/2011	Common Stock	2,000		2,000	)	D	
\$16.75								(5)		05/15/2012	Common Stock	2,000		2,000		D	
\$38.875								(5)		11/20/2007	Common Stock	500		500		D	
	(F L CREEK C (S Security (Ins: Stock 2. Conversion or Exercise Price of Derivative Security (1) (1) (1) (1) (1) (1) (3) (3) (3) (4) (4) (5) (5) (5) (5) (5) (5) (6) (6) (6) (6) (7) (7) (7) (7) (7) (7) (7) (7) (7) (7	(First)         CO         Ta         Stock         Stock         Stock         2:       Stock         2:       Stock         (I)       O1/31/2006         \$51.5       Stock         \$43.656       Stock         \$10.75       Stock	(First)       (Middle)         CO       81657         (State)       (Zip)         Table 1 - Nor         Stock         Stock         2. Oversion or Exercise of Derivative Security       3. Transaction Date (Month/Day/Year)       3A. Deemed Execution D of any (Month/Day/Year)         (1)       01/31/2006       1.         (1)       01/31/2006       1.         (1)       01/31/2006       1.         \$51.5       1.       1.         \$43.656       1.       1.         \$43.656       1.       1.         \$45.35       1.       1.	(First)       (Middle)         CO       81657         (State)       (Zip)         Table 1 - NOU-Derivative         Security (Instr. 3)       2. Transaction         Stock       Image: Colspan="2">Table II - Colspan="2">Colspan="2">Colspan="2">Colspan="2">Colspan="2">Colspan="2">Colspan="2">Stock         2. Oreginative Security       3. Transaction         Date       SA. Deemed Execution Date, if any (Month/Day/Year)       SA. Deemed Execution Date, if any (Month/Day/Year)         (1)       01/31/2006       Image: Colspan="2">Image: Colspan="2">Image: Colspan="2">Colspan="2"         (1)       01/31/2006       Image: Colspan="2"       Image: Colspan="	Image: constraint of the section of the sectin of the section of the section of the section of the section of	$ \begin{array}{c c c c c c } \hline \begin{tabular}{ c c c } \hline \hline \begin{tabular}{ c c c } \hline \hline \begin{tabular}{ c c c } \hline \hline \begin{tabular}{ c c } \hline \begin{tabular}{ c c } \hline \begin{tabular}{ c c } \hline \hline \hline \begin{tabular}{ c c } \hline \hline \begin{tabular}{ c c } \hline \hline \hline \begin{tabular}{ c c } \hline \hline \begin{tabular}{ c c } \hline \hline \begin{tabular}{ c c } \hline \hline \hline \begin{tabular}{ c c } \hline \hline \hline \begin{tabular}{ c c } \hline \hline \hline \hline \begin{tabular}{ c c } \hline \hline \hline \hline \begin{tabular}{ c c } \hline \hline \hline \hline \hline \hline \begin{tabular}{ c c } \hline \hline \hline \hline \hline \hline \hline \hline \hline \begin{tabular}{ c c } \hline \hline$	$ \begin{array}{c c c c c c } \hline \begin{tabular}{ c c c c } \hline \hline \begin{tabular}{ c c c c } \hline \hline \begin{tabular}{ c c c c c } \hline \hline \begin{tabular}{ c c c c c } \hline \hline \begin{tabular}{ c c c c c } \hline \hline \begin{tabular}{ c c c c c c c } \hline \hline \begin{tabular}{ c c c c c c c } \hline \hline \begin{tabular}{ c c c c c c c c c c c c c c c c c c c$	$ \begin{array}{c c c c c c c } \hline \begin{tabular}{ c c c c } \hline \begin{tabular}{ c c c c c } \hline \begin{tabular}{ c c c c c } \hline \begin{tabular}{ c c c c c c c } \hline \begin{tabular}{ c c c c c c c c c c c c c c c c c c c$	ZONCLITATION       (Middle)       3. Date of Earliest Transaction (Month/Day/Year)       3. Date of Earliest Transaction (Month/Day/Year)       4. If Amendment, Date of Original         CO       81657       4. If Amendment, Date of Original         CO       81657       4. If Amendment, Date of Original         Security (Instr. 3)       Image: Color (Color	CONTIDATIA         (First)       (Middle)         CO       State of Earliest Transaction (Month/Loute)         CO       81657         (State)       (Zip)         Table 1 - NOPERTURE SECURTIES ACQUIPTED         Security (Instr. 3)       2 Transaction Date (E.g., puts, calls, warrarts, optimal, and s)         Stock       Stock       Stock       Stock         Code II - Derivative Securities Acquired (A) of point/Day/Yean       A framaction Date (E.g., puts, calls, warrarts, optimal, and s)         Stock       Stock       Stock         Code II - Derivative Securities Acquired (A) of point/Day/Yean       Stock       Stock         Stock       Stock       Stock         Stock       Stock       Stock         Stock       Stock         Stock       Stock         Stock       Stock         Stock       Stock         Stock       Stock         Stock	LORE LATA       Image: Colspan="2">Image: Colspan="2">Image: Colspan="2">Image: Colspan="2" Table 1- Nor-Perivative Subsection Date (Month/Day/Year) (Month/D	LOULDATIAN         Middle         Jate of Earliest Transaction (Month/Day/Year)           CO         81657           (State)         (Zip)           Table 1- Non-Derivative securites colspan="4">convertion data (Month/Day/Year)           Security (Instr. 3)         Securites Carentes (Month/Day/Year)           Security (Instr. 3)         Securite Carentes	LONCITIENT       Ansatz       Ansatz </td <td><math display="block"> \begin{array}{c c c c c c } \hline \hline CO &amp; 1657 \\ \hline \hline CO &amp; 1577 \\ \hline</math></td> <td>                                     </td> <td>CDCN</td> <td>CONCURATION         CONCURATION         Concentration         Concentratio</td>	$ \begin{array}{c c c c c c } \hline \hline CO & 1657 \\ \hline \hline CO & 1577 \\ \hline$		CDCN	CONCURATION         CONCURATION         Concentration         Concentratio

### Explanation of Responses:

1. The security converts to common stock on a one-for-one basis.

2. Stock equivalents acquired under the Halliburton Company Directors' Deferred Compensation Plan reported on a pro rata basis to reflect Issuer's Plan quarter. Said Plan is an ongoing securities acquisition plan.

3. The stock equivalent units were accrued under the Company's Directors' Deferred Compensation Plan and are settled in the Company's common stock upon cessation as a director.

4. On January 30, 2006, the closing price of Halliburton Company's Common Stock on the New York Stock Exchange was \$80.86.

5. Options are exercisable six months after the date of grant.

#### **Remarks:**

Robert L. Hayter, by Power of Attorney

02/01/2006

\*\* Signature of Reporting Person Date

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

\* If the form is filed by more than one reporting person, see Instruction 4 (b)(v).

\*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.