## FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMR APP	ROVAL

Estimated average burden hours per response: 0.5

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

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*  LESAR DAVID J						2. Issuer Name and Ticker or Trading Symbol HALLIBURTON CO [ HAL ]									5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  X Director 10% Owner College (Street Street)					
(Last) 1401 MC SUITE 2	(F CKINNEY 2400		Date ( /03/2		iest Trar	nsaction (N	1onth/	(Day/Year)	X Officer (give title Other (specibelow)  Chairman, Pres. and CEO					specify						
(Street)	ON T	4.	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											n						
(City)	(S	state)	(Zip)												Person					
		Tal	ole I - No	n-Deri	vativ	e Se	curi	ties A	cquired	, Dis	sposed	of, or Bo	enefi	cially	Owned					
1. Title of	Security (Ins	tr. 3)		2. Trans Date (Month		ar) i	2A. Deemed Execution Date, if any (Month/Day/Year)		Code	Transaction Code (Instr.		4. Securities Acquired (A) Disposed Of (D) (Instr. 3, 4			5. Amour Securitie Beneficia Owned F Reported	s ally following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		7. Nature of Indirect Beneficial Ownership	
									Code	v	Amount	(A) o (D)	r Pri	ce	Transaction(s) (Instr. 3 and 4)				(Instr. 4)	
Common Stock				11/0	3/200	5			S <sup>(1)</sup>		3,00	0 D	\$(	63.57	636,8	809.98		D		
Common	Stock			11/0	3/200	5			M		5,00	0 A	\$	54.5	641,8	641,809.98		D		
1. Title of Security (Instr. 3)  Common Stock Table II				11/0	3/200	5			S <sup>(1)</sup>		5,00	0 D	\$6	\$63.57 630		36,809.98		D		
				11/0	3/200	5			M		5,00	0 A	\$2			641,809.98		D		
Common Stock Common Stock					3/200	_			S <sup>(1)</sup>		5,00		-	63.57		809.98		D		
					3/200	_			M		5,00	_	-	39.5	-	809.98		D		
					3/200	-			S <sup>(1)</sup>		5,00		-	53.57	-	809.98		D		
					11/03/2005				M S <sup>(1)</sup>		5,00			51.5	641,8	809.98		D		
					11/03/2005				M		5,00	_	-	63.57 31.55				D D		
			3/200	-			S <sup>(1)</sup>		5,00		+	63.57	<del>  '</del>	809.98		D				
Common	Otock		Table II -	<u> </u>			uriti	es Acc		 Disn							<u> </u>			
												ible sec							_	
1. Title of Derivative Conversion or Exercise (Instr. 3) Price of Derivative Security Security 3. Transaction Date (Month/Day/Year) (Month/Day/Year) (Month/Day/Year)					on of Ex		6. Date Ex Expiration (Month/Da	n Date		of Securities			8. Price of Derivative Security (Instr. 5)			10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership (Instr. 4)			
					Code	v	(A)	(D)	Date Exercisal		expiration Pate	Title	Amou or Numb of Sha	er						
Option to Buy Common Stock	\$26.03								01/02/200	04 0	1/02/2014	Common Stock	66,6	666		66,66	66	D		
Option to Buy Common Stock	\$54.5	11/03/2005			M			5,000	12/03/199	98 1	2/03/2007	Common Stock	5,0	00	(2)	10,00	00	D		
Option to Buy Common Stock	\$28.125	11/03/2005			M			5,000	12/02/199	99 1	2/02/2008	Common Stock	5,0	00	(2)	7,000	0	D		
Option to Buy Common Stock	\$39.5	11/03/2005			M			5,000	12/02/200	00 1	2/02/2009	Common Stock	5,0	00	(2)	206,10	00	D		
Option to Buy Common Stock	\$51.5	11/03/2005			M			5,000	09/14/200	01 0	9/14/2010	Common Stock	5,0	00	(2)	250,00	00	D		

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)		nsaction de (Instr. 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			6. Date Exerc Expiration Da (Month/Day/\)	ate	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	\$31.55	11/03/2005		М			5,000	04/01/2003	07/19/2011	Common Stock	5,000	(2)	100,408	D	
Option to Buy Common Stock	\$44.08							03/03/2005	03/03/2015	Common Stock	100,000		100,000	D	
Option to Buy Common Stock	\$38.61							12/02/2004	12/02/2014	Common Stock	69,000		69,000	D	

#### **Explanation of Responses:**

- $1. \ The \ sales \ were \ effected \ pursuant \ to \ a \ Rule \ 10b5-1 \ trading \ plan \ adopted \ by \ the \ Reporting \ Person \ on \ August \ 2, \ 2005.$
- 2. Options disposed of through exercise pursuant to a Rule 10b5-1 trading plan adopted by the Reporting Person on August 2, 2005.

### Remarks:

Robert L. Hayter, by Power of Attorney 11/07/2005

\*\* Signature of Reporting Person

Date

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

- $^{\star}$  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.