FORM 4

## **UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

OMB APPROVAL OMB Number: 3235-0287 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP Check this box if no longer subject to Section 16 Form 4 or Form 5 Estimated average burden

	n 16. Form 4 or tions may contir ction 1(b).			File					a) of the Se				934			ll l		verage burde sponse:	n 0.5
1. Name and Address of Reporting Person*  Pope Lawrence J						2. Issuer Name and Ticker or Trading Symbol HALLIBURTON CO [ HAL ]								(Chec	k all appli Directo	ship of Reporting Person(s) to Issuer applicable) irector 10% Owner fficer (give title Other (specify			
(Last) (First) (Middle) HALLIBURTON COMPANY					3. Date of Earliest Transaction (Month/Day/Year) 09/15/2010									X	below)		below) stration & CHRO		
3000 N.	SAM HOU	STON PARKWA	AY E.		4 1	f Ame	ndmen	t Date	of Original	Eiled	(Month/Day	v/Year)		6 Indi	vidual or	loint/Grou	n Filin	g (Check Ap	nlicable
(Street) HOUSTON TX 77032						TAIL	mamen	i, Daic	or Original	iicu	(Monan Da	y, reary		Line)	Form f	filed by On	ie Rep	orting Person	on .
(City)	(S	tate)	(Zip)												Persor	n			
		Tab	le I - Nor	n-Deriv	ative	e Se	curiti	es Ac	cquired,	Disp	osed of	f, or Be	nefic	ially	Owned	d			
1. Title of Security (Instr. 3)				2. Transaction Date (Month/Day/Year)		ar) E	2A. Deemed Execution Date,		Code (I	3. Transaction Code (Instr.		4. Securities Acquired (A)			Securition Beneficion Owned I	neficially ned Following		n: Direct or Indirect nstr. 4)	7. Nature of Indirect Beneficial Ownership
									Code	v	Amount	(A) or (D)	Pri	се	Reporte Transac (Instr. 3	tion(s)			(Instr. 4)
Common Stock				09/15/2010		0			D		40(1)	D	\$3	\$31.38 10		322.05		D	
Common	Stock			09/15/2010		0			S		6,322	D	\$3	0.98 102,0		,000.05		D	
Common Stock				09/15/2010		0			S		3,694	D	\$3	\$30.99		,306.05		D	
Common Stock 0				09/15	09/15/2010				S		298	D	\$3	\$31.23 98		,583.09 <sup>(2)</sup>		D	
											ļ				<u> </u>				
		Т							uired, D		sed of,				wned		<u> </u>		
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)		(e.g., p		calls	5. Nu of Deriv	mber vative prities priced r osed r r, 3, 4		S, Corcisal	osed of, onvertib		Iritie I Amou es J Securi	unt 8.	Price of erivative ecurity nstr. 5)	9. Numbe derivative Securities Beneficia Owned Following Reported Transacti (Instr. 4)	e s Illy	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
Derivative Security	Conversion or Exercise Price of Derivative	3. Transaction Date	3A. Deeme Execution if any	(e.g., p	4. Transa Code (	action (Instr.	5. Nu of Deriv Secu Acqu (A) o Dispo of (D) (Insti	mber vative prities priced r osed r r, 3, 4	quired, D s, option 6. Date Exe	s, Co rcisal Date /Year	psed of, onvertib	7. Title and of Securiti Underlying Derivative	Iritie I Amou es J Securi	s) unt 8. Di Si	Price of erivative ecurity	derivative Securities Beneficial Owned Following Reported Transaction	e s Illy	Ownership Form: Direct (D) or Indirect	of Indirect Beneficial Ownership
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Derivative Security (Instr. 3)	Conversion or Exercise Price of Derivative Security	3. Transaction Date	3A. Deeme Execution if any	(e.g., p	4. Transa Code ( 8)	action (Instr.	5. Nu of Deriv Secu Acqu (A) o Dispo of (D) (Insti	mber vative irities ired r osed ) r. 3, 4	puired, D s, option 6. Date Exe Expiration (Month/Day	S, Cricisal Date I/Year	psed of, convertibuted ble and convertibute	7. Title and of Securiti Underlying Derivative (Instr. 3 an	Amou or Numb Share	s) unt 8. Dissipation (Interpretation of the context of the contex	Price of erivative ecurity	derivative Securities Beneficia Owned Following Reported Transacti (Instr. 4)	es s illy g on(s)	Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	of Indirect Beneficial Ownership
Option to Buy Common Stock Option to Buy Common Stock	Conversion or Exercise Price of Derivative Security	3. Transaction Date	3A. Deeme Execution if any	(e.g., p	4. Transa Code ( 8)	action (Instr.	5. Nu of Deriv Secu Acqu (A) o Dispo of (D) (Insti	mber vative irities ired r osed ) r. 3, 4	puired, D s, option 6. Date Exe Expiration   (Month/Day	Ex Da	spiration ate 17/01/2019	7. Title and of Securiti Underlying Derivative (Instr. 3 and Title Common Stock	Amou or Numb of Share	s)  unt B. D. S. (III  significant see researched)  000	Price of erivative ecurity	derivative Securities Beneficial Owned Following Reported Transacti (Instr. 4)	essibility I Oon(s)	Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	of Indirect Beneficial Ownership
Option to Buy Common Stock Option to Buy Common Stock Option to Buy Common Stock	Conversion or Exercise Price of Derivative Security  \$29.35	3. Transaction Date	3A. Deeme Execution if any	(e.g., p	4. Transa Code ( 8)	action (Instr.	5. Nu of Deriv Secu Acqu (A) o Dispo of (D) (Insti	mber vative irities ired r osed ) r. 3, 4	Date Exercisable 12/01/2009	Expansion of the state of the s	psed of, convertibute	7. Title and of Securiti Underlying Derivative (Instr. 3 and Title Common Stock	Amou or Numb of Share	sy unt B. D. Si (III	Price of erivative ecurity	derivative Securities Beneficial Owned Following Reported Transacti (Instr. 4)	on on on the state of the state	Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	of Indirect Beneficial Ownership

03/16/2004

02/17/2005

12/07/2005

Common Stock

Common Stock

Common Stock

13,900

12,000

7,000

13,900

12,000

7,000

D

D

D

03/16/2014

02/17/2015

12/07/2015

**Explanation of Responses:** 

\$14.43

\$20.89

\$32.39

Option to Buy

Common Stock Option to Buy Common Stock

Option to Buy Common Stock

1. Shares transferred to Halliburton Company for payment for Federal tax withholding obligations on lapse of restrictions on shares issued under the Stock and Incentive Plan. Said Plan permits Reporting Person to satisfy withholding tax obligation by transferring unrestricted shares to the Issuer.

2. Includes 575.04 shares of stock purchased through the Halliburton Company Employee Stock Purchase Plan for the period ended June 30, 2010.

## Remarks:

Robert L. Hayter, by Power of Attorney 09/17/2010

Date

\*\* Signature of Reporting Person

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.