

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)

JULY 20, 1995

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. 73-0271280

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

Page 1 of 9 pages  
The Exhibit Index appears on Page 4

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.

- A. On July 20, 1995, the registrant issued a press release entitled Halliburton 1995 Third Quarter Dividend pertaining, among other things, to an announcement that registrant's board of directors declared a third quarter dividend of 25 cents a share on registrant's common stock, payable September 21, 1995 to shareholders of record at the close of business on August 31, 1995.
- B. On July 20, 1995, the registrant issued a press release entitled Halliburton Calls Convertible Debentures pertaining, among other things, to an announcement that registrant is calling the entire outstanding principal amount of registrant's zero coupon convertible subordinated debentures due March 13, 2006 on September 1, 1995. The redemption price will be \$536.5029 per \$1,000.00 principal amount of Debentures at maturity. The total cost of redemption, assuming all Debentures are submitted for redemption, will be approximately \$391 million.
- C. On July 20, 1995, the registrant issued a press release entitled David J. Lesar Named Executive Vice President and Chief Financial Officer pertaining, among other things, to an announcement that David J. Lesar has been named as executive vice president and chief financial officer of registrant effective August 1, 1995.

The foregoing summary is subject to the full text of the press release with respect thereto, a copy of which is attached hereto as Exhibit 20, which exhibit is incorporated herein by reference.

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 releases dated July 20, 1995.

Page 2 of 9 pages  
The Exhibit Index appears on Page 4

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: July 24, 1995

By: \_\_\_\_\_  
Robert M. Kennedy  
Vice President - Legal

EXHIBIT INDEX

Exhibit NUMBER	DESCRIPTION	Sequentially NUMBERED PAGE
20	Press Release of July 20, 1995 Incorporated by Reference	5 of 9
20	Press Release of July 20, 1995 Incorporated by Reference	6 of 9
20	Press Release of July 20, 1995 Incorporated by Reference	8 of 9



FOR IMMEDIATE RELEASE  
July 20, 1995

Contact - Guy T. Marcus  
Vice President-Inv. Rel.  
(214) 978-2691

HALLIBURTON 1995 THIRD QUARTER DIVIDEND

DALLAS, Texas -- Halliburton Company's board of directors today declared a third quarter dividend of 25 cents a share on the company's common stock, payable September 21, 1995 to shareholders of record at the close of business on August 31, 1995.

Halliburton Company is one of the world's largest diversified energy services, engineering, maintenance, and construction companies. Founded in 1919, Halliburton provides a broad range of energy services and products, industrial and marine engineering and construction services, and property and casualty insurance services.

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Page 5 of 9 pages  
The Exhibit Index appears on Page 4

HALLIBURTON CALLS CONVERTIBLE DEBENTURES

DALLAS, Texas -- Halliburton Company (NYSE - HAL) announced today that it is calling the entire outstanding principal amount of the company's zero coupon convertible subordinated debentures due March 13, 2006 (the "Debentures") on September 1, 1995 (the "Redemption Date"). The redemption price will be \$536.5029 per \$1,000.00 principal amount of Debentures at maturity. The redemption price represents the original issue price plus accrued original issue discount to the Redemption Date.

The total cost of the redemption, assuming all Debentures are submitted for redemption, will be approximately \$391 million.

Halliburton will fund the redemption primarily with cash reserves and secondarily with short term borrowings.

Payment of the Debentures called for redemption will be made on or after the Redemption Date upon presentation and surrender of the Debentures at one of the following principal corporate trust offices of the Trustee as follows -

BY MAIL

Texas Commerce Bank N.A.  
Attn - Corporate Trust Operations  
Div/Bond Call Unit  
P.O. Box 2320  
Dallas, Texas 75221-2320

Page 6 of 9 pages  
The Exhibit Index appears on Page 4

BY OVERNIGHT DELIVERY OR HAND

Texas Commerce Bank N.A.	Texas Commerce Trust Company
Registered Bond Events	80 Broad Street, 4th Floor
1900 Pacific, 16th Floor	New York, NY 10004
Dallas, Texas 75201	Attn: Barbara Telford

At the option of the debentureholder, any Debenture may be converted into Halliburton Company common stock at the conversion rate of 6.824 shares per \$1,000.00 principal amount of Debentures at maturity at any time until and including, but not after, the close of business on August 14, 1995 at which time the option will terminate. Holders who elect to convert will receive cash in lieu of fractional shares. In order to exercise the conversion privilege, debentureholders must surrender such Debentures to the Trustee at one of the above addresses, together with the executed conversion notice in the form provided on the Debentures accompanied by the proper assignments thereof in blank, no later than the close of business on August 14, 1995.

Debentureholders seeking additional information regarding the redemption or conversion of the Debentures may telephone Texas Commerce Bank N. A. at (800) 275-2048.

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# # #  
Page 7 of 9 pages  
The Exhibit Index appears on Page 4





DAVID J. LESAR NAMED EXECUTIVE VICE PRESIDENT  
AND CHIEF FINANCIAL OFFICER

DALLAS, Texas -- Halliburton Company announced today that David J. Lesar has been named to the position of executive vice president and chief financial officer of the company, effective August 1, 1995.

Mr. Lesar, 42, has served as executive vice president-finance and administration at the company's Halliburton Energy Services business segment since 1993. Previously, he was employed by Arthur Andersen & Co. for 16 years and was partner in charge of the energy manufacturing and retail practices for its Dallas office. Lesar is a graduate of the University of Wisconsin where he earned BS and MBA degrees.

In his new position, Lesar will be responsible for all financial activities of Halliburton Company. The chief financial officers of the company's business segments will have reporting responsibilities to both Lesar and their respective chief executive officers. He will also head company-wide financial and other re-engineering efforts, including a management information project. Also, the corporate accounting, treasury, trust investments and tax departments will report to him.

Page 8 of 9 pages  
The Exhibit Index appears on Page 4

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Page 9 of 9 pages  
The Exhibit Index appears on Page 4

