

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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)

NOVEMBER 30, 1998

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. 75-2677995

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

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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.

On November 30, 1998 registrant issued a press release entitled Halliburton Completes Debt Tender Offer pertaining, among other things, to an announcement that registrant's subsidiary, Dresser Industries, Inc.'s Change of Control Offer to purchase for cash at 101 percent of principal amount, plus accrued interest, of all of the outstanding 8 percent guaranteed senior notes due 2003 of Baroid Corporation expired at 5:00 PM Eastern Standard Time on Monday, November 30, 1998. At that time, an aggregate of \$10,935,000 in principal amount of the \$150,000,000 of notes outstanding had been tendered. Under the terms of the offer, the tendered notes may be withdrawn at any time prior to 5:00 PM, Central Standard Time, on December 10, 1998.

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 release dated November 30, 1998.

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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: December 4, 1998

By: /s/ Susan S. Keith

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Susan S. Keith  
Vice President and Secretary

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EXHIBIT INDEX

Exhibit Number	Description	Sequentially Numbered Page
20	Press Release of November 30, 1998 Incorporated by Reference	5 of 5

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HALLIBURTON COMPLETES DEBT TENDER OFFER

DALLAS, Texas - Dresser Industries, Inc., a subsidiary of Halliburton Company (NYSE:HAL), announced today that its Change of Control Offer to purchase for cash at 101 percent of principal amount, plus accrued interest, of all of the outstanding 8 percent guaranteed senior notes due 2003 of Baroid Corporation expired at 5:00 PM Eastern Standard Time on Monday, November 30, 1998. At that time, an aggregate of \$10,935,000 in principal amount of the \$150,000,000 of notes outstanding had been tendered. Under the terms of the offer, the tendered notes may be withdrawn at any time prior to 5:00 PM, Central Standard Time, on December 10, 1998.

Halliburton Company, founded in 1919, is the world's largest provider of products and services to the petroleum and energy industries. The company serves its customers with a broad range of products and services through its Energy Services Group, Engineering and Construction Group, and Dresser Equipment Group business segments. In 1997 Halliburton conducted business with a workforce of approximately 100,000 in over 120 countries. The company's World Wide Web site can be accessed at <http://www.halliburton.com>.

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