

FORM 8-K

PURSUANT TO SECTION 13 OR 15 (d) OF THE
SECURITIES EXCHANGE ACT OF 1934

CURRENT REPORT
DATE OF REPORT (date of earliest event reported)

December 24, 1996

HALLIBURTON COMPANY
(Exact name of registrant as specified in its charter)

State of Other Jurisdiction of Incorporation	Commission File Number	IRS Employer Identification Number
Delaware	1-3492	75-2677995

3600 Lincoln Plaza
500 N. Akard
Dallas, Texas 75201
(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 October 4, 1996, the registrant completed its acquisition of Landmark Graphics Corporation (Landmark) following the approval and adoption of an agreement and plan of merger by Landmark shareholders. The acquisition has been accounted for using the "pooling of interests" method of accounting for business combinations. Landmark is not a significant subsidiary within the meaning of such term as used in Regulation S-X under the Securities Exchange Act of 1934, as amended. Nevertheless, there is included in Exhibit 20 hereto supplemental selected financial data based upon the consolidated financial statements of the registrant and Landmark. Such data has been restated for the dates and periods indicated to give effect to the acquisition using the pooling of interests method of accounting for business combinations. Such financial information is supplemental and does not include all the information and footnotes required by generally accepted accounting principles for complete financial statements and should be read in conjunction with the audited consolidated financial statements included in the registrant's 1995 Annual Report on Form 10-K. Moreover, such information may not necessarily reflect the results of operations or the financial position of the registrant that would have actually resulted had the acquisition occurred as of the date and for the periods indicated or be indicative of future results of operations of the registrant.

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 - Supplemental Selected Financial Data for the years ended December 31, 1990 through 1995, and the nine months ended September 30, 1996.

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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 24, 1996

By: /s/ David J. Lesar

David J. Lesar
Executive Vice President
Chief Financial Officer

EXHIBIT INDEX

Exhibit Number	Description	Sequentially Numbered Page
20	Supplemental Selected Financial Data for the years ended December 31, 1990 through 1995 and the nine months ended September 30, 1996	5

HALLIBURTON COMPANY

Supplemental Selected Financial Data (a)
(Restated for acquisition of Landmark Graphics Corporation)
Millions of dollars and shares except per share data

	Nine Months Ended Sept 1996		Years ended December 31				
	(unaudited)	1995	1994	1993	1992	1991	1990
Operating results							
Total revenues	\$ 5,395.4	\$ 5,882.9	\$ 5,661.1	\$ 6,224.7	\$ 6,385.0	\$ 6,777.0	\$ 6,656.4
Total operating income (loss) (b)	244.6	400.9	239.8	(77.4)	(108.1)	103.3	341.5
Interest expense	(17.7)	(47.1)	(48.1)	(50.7)	(54.0)	(53.6)	(34.0)
Interest income	11.9	32.0	19.8	15.6	44.9	64.9	32.7
Foreign currency gains (losses)	(2.7)	1.4	(16.3)	(21.1)	(29.1)	(11.2)	(13.4)
Gains on sales of businesses	-	-	102.0	-	-	-	33.0
Other nonoperating income (expense), net	0.4	0.6	0.6	1.2	1.0	(0.8)	(1.2)
Income (loss) from continuing operations before income taxes and minority interest	236.5	387.8	297.8	(132.4)	(145.3)	102.6	358.6
Benefit (provision) for income taxes (c)	(43.5)	(137.7)	(122.2)	3.0	1.1	(76.5)	(167.0)
Minority interest in net (income) loss of consolidated subsidiaries	(0.2)	(0.9)	(0.2)	1.5	1.7	(2.6)	(2.6)
Income (loss) from continuing operations	\$ 192.8	\$ 249.2	\$ 175.4	\$ (127.9)	\$ (142.5)	\$ 23.5	\$ 189.0
Income (loss) per share							
Continuing operations	\$ 1.53	\$ 2.00	\$ 1.41	\$ (1.06)	\$ (1.24)	\$ 0.21	\$ 1.66
Net income (loss)	1.53	1.47	1.45	(1.23)	(1.27)	0.35	1.79
Cash dividends per share	0.75	1.00	1.00	1.00	1.00	1.00	1.00
Return on shareholders' equity	9.4%	9.6%	8.7%	(7.3)%	(7.4)%	1.8%	8.8%
Financial position							
Net working capital	\$ 888.7	\$ 987.9	\$ 1,366.5	\$ 1,217.7	\$ 1,150.0	\$ 1,304.6	\$ 1,154.0
Total assets	4,313.7	3,862.0	4,197.4	4,318.6	4,185.3	4,480.6	3,971.7
Property, plant, and equipment	1,223.9	1,157.9	1,117.4	1,189.3	1,214.6	1,204.6	1,028.2
Long-term debt	200.0	205.2	655.7	637.4	657.8	654.9	192.0
Shareholders' equity	2,056.6	1,920.2	2,090.2	2,023.5	1,982.8	2,248.6	2,316.7
Total capitalization	2,316.9	2,130.2	2,776.6	2,752.9	2,641.3	2,914.3	2,514.6
Shareholders' equity per share	16.45	15.42	16.87	16.38	17.24	19.60	20.25
Average common shares outstanding	125.8	124.7	124.2	121.0	115.0	114.6	114.3
Other financial data							
Cash flow from operating activities	\$ 176.9	\$ 667.4	\$ 439.0	\$ 293.0	\$ 449.9	\$ 294.7	\$ 127.0
Capital expenditures	252.9	303.3	245.0	270.5	322.8	430.1	342.9
Long-term borrowings (repayments)	(5.1)	(465.4)	(74.4)	(44.7)	(16.3)	440.6	(9.0)
Depreciation, depletion and amortization expense	197.5	259.8	271.3	459.8	366.9	300.2	254.4

(a) Includes the effect of the acquisition of Landmark Graphics Corporation (Landmark) on October 4, 1996, which was accounted for as a pooling of interests. Historical restated financial statements have not been issued because Landmark Graphics Corporation is not a significant subsidiary within the meaning of such term as used in the rules and regulations under the Securities Act.

(b) Operating income (loss) includes the following special charges: in 1996 and 1995, \$85.8 million and \$8.4 million, respectively, related to merger and restructuring costs, including severance costs, and the write-off of acquired in-process research and development activities; in 1994, \$16.6 million related to merger and restructuring costs; in 1993, \$321.8 million related to loss on sale of geophysical business and employee severance costs; in 1992, \$272.9 million related to restructuring/reorganization costs and consolidation of certain support functions; in 1991, \$118.5 million related to restructuring costs.

(c) Benefit (provision) for income taxes in the nine months ended September, 1996, includes tax benefits of \$43.7 million due to the recognition of net operating loss carryforwards and the settlement of various issues with the Internal Revenue Service.

