FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

	OMB APPROVAL								
	OMB Number:	3235-0287							
l	Estimated average burden								
l	hours per response:	0.5							

1. Name and Addres	1 0	*	2. Issuer Name and Ticker or Trading Symbol <u>HALLIBURTON CO</u> [HAL]		5. Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director 10% Owner				
(Last) 1201 LAKE ROP	(First) BBINS DRIVE	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 03/31/2009		Officer (give title below)	Other (specify below)			
(Street) THE WOODLANDS	ТХ	77380	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indiv Line) X	,				
(City)	(State)	(Zip)	ative Securities Acquired, Disposed of, or Benefic						

3. Transaction Code (Instr. 8) 5. Amount of Securities Beneficially Owned Following 1. Title of Security (Instr. 3) 4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5) 7. Nature of 2. Transaction 2A. Deemed 6. Ownership Indirect Beneficial Ownership Execution Date if any Form: Direct (D) or Indirect (I) (Instr. 4) Date (Month/Day/Year) (Month/Dav/Year) Reported (Instr. 4) (A) or (D) Transaction(s) Code v Amount Price (Instr. 3 and 4) Common Stock 4,624 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)	ve Conversion Date Execution Date, Transaction or Exercise (Month/Day/Year) if any Code (Instr.		Instr.	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		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	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		Transaction(s) (Instr. 4)		
Stock Equivalent Units	(1)	03/31/2009	A		1,594.15 ⁽²⁾		(3)	(3)	Common Stock	1,594.15	(4)	4,033.43	D	

Explanation of Responses:

1. The security converts to common stock on a one-for-one basis.

2. Stock equivalents acquired under the Halliburton Company Directors' Deferred Compensation Plan reported on a pro rata basis to reflect Issuer's Plan quarter. Said Plan is an ongoing securities acquisition plan.

3. The stock equivalent units were accrued under the Company's Directors' Deferred Compensation Plan and are settled in the Company's common stock upon cessation as a director.

4. On March 30, 2009, the closing price of Halliburton Company's Common Stock on the New York Stock Exchange was \$15.82.

Remarks:

Robert L. Hayter, by Power of Attorney 04/02/2009

** Signature of Reporting Person Date

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.