

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

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
Estimated average burden hours per response:	0.5

1. Name and Address of Reporting Person* <u>GIBSON JOHN W JR</u> (Last) (First) (Middle) 4318 ORCHARD CHASE CT (Street) KATY X1 77450 (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>HALLIBURTON CO [HAL]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner Officer (give title below) <input checked="" type="checkbox"/> Other (specify below) <u>Former CEO Energy Ser Grp</u>
	3. Date of Earliest Transaction (Month/Day/Year) 12/30/2004	
		6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	12/30/2004		M		119,970 ⁽¹⁾	A	(2)	155,885	D	
Common Stock	12/30/2004		S		119,970 ⁽³⁾	D	\$39.21	155,885	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)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		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 Transaction(s) (Instr. 4)	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					
Option to Buy Common Stock	\$26.03	12/30/2004		M			32,940	01/02/2004	01/02/2014	Common Stock 32,940	\$26.03	0 ⁽⁴⁾	D	
Option to Buy Common Stock	\$26.875	12/30/2004		M			34,000	10/04/1996	10/04/2006	Common Stock 34,000	\$26.875	0 ⁽⁴⁾	D	
Option to Buy Common Stock	\$29.5625	12/30/2004		M			24,000	12/04/1996	12/04/2006	Common Stock 24,000	\$29.5625	0 ⁽⁴⁾	D	
Option to Buy Common Stock	\$28.125	12/30/2004		M			12,000	12/02/1998	12/02/2009	Common Stock 12,000	\$28.125	0 ⁽⁴⁾	D	
Option to Buy Common Stock	\$34.75	12/30/2004		M			39,000	12/06/2000	12/06/2010	Common Stock 39,000	\$34.75	0 ⁽⁴⁾	D	
Option to Buy Common Stock	\$31.55	12/30/2004		M			21,938	07/19/2001	07/19/2011	Common Stock 21,938	\$31.55	0 ⁽⁴⁾	D	

Explanation of Responses:

- Reporting person's employment and position as an officer was terminated as of December 2, 2004. Reporting person is filing this Form 4 voluntarily to report post-termination transactions. Filing person is not aware of any pre-termination matchable transactions. This number includes the aggregate of all employee stock options exercised on 12/30/2004.
- Shares acquired at exercise prices of employee stock options (\$26.875, \$29.5625, \$28.125, \$34.75, \$31.55)
- Share were sold in a broker-assisted cashless exercise pursuant to procedures put in place by issuer.
- Options expired for non-exercised underlying shares of common stock.

Remarks:

John W. Gibson, Jr.

01/04/2005

** 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.

