

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)

NOVEMBER 21, 2001

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 21, 2001 registrant issued a press release entitled "Halliburton Closes Deal to Acquire Magic Earth" pertaining, among other things, to an announcement that an indirect wholly owned subsidiary of registrant merged into Magic Earth, Inc., a leading 3-D visualization and interpretation technology company. As a result of the stock-for-stock transaction valued at \$100 million, Magic Earth becomes a wholly owned business unit of 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 - Press release dated November 21, 2001.

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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: November 21, 2001

By: /s/ Susan S. Keith

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Susan S. Keith  
Vice President and Secretary

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EXHIBIT INDEX

Exhibit	Description
20	Press Release Dated November 21, 2001 Incorporated by Reference

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HALLIBURTON CLOSES DEAL TO ACQUIRE MAGIC EARTH

DALLAS, Texas - Halliburton (NYSE: HAL) announces that the merger of an indirect, wholly owned subsidiary of Halliburton into Magic Earth, Inc., a leading 3-D visualization and interpretation technology company, was completed today. As a result of the stock-for-stock transaction valued at \$100 million, Magic Earth becomes a wholly owned business unit of Halliburton.

This acquisition complements the full suite of integrated exploration, drilling and production technologies from Landmark - Halliburton's wholly owned business unit - by adding Magic Earth's real-time 3-D visual interpretation technology.

"We believe that our oil and gas exploration customers will benefit tremendously as a result of integrating key technologies provided by Magic Earth and Landmark," said Dave Lesar, chairman, president and CEO of Halliburton. "We see the integration of Magic Earth's software and Landmark's data infrastructure and other leading software tools as a major step forward to the next level of value creation."

Edgar Ortiz, president and CEO of Halliburton's Energy Services Group, underscored the importance of the acquisition and the real-time reservoir solutions for customers that become available. "This acquisition will allow us to further differentiate ourselves in the area of real-time reservoir knowledge. Magic Earth's 3-D visual interpretation solutions will significantly reduce the time it takes to interpret seismic data, enabling customers to capture value early in the reservoir life cycle."

"We're exceptionally pleased to be joining the Halliburton and Landmark family," said Michael J. Zeitlin, the current chairman of Magic Earth. Zeitlin will remain president and CEO of Magic Earth.

Magic Earth, founded in 1999, specializes in real-time volume visualization and interpretation software and solutions, including consultation services for interpretation projects, training and large-screen immersive visualization centers. For additional information about Magic Earth, visit the company's Web site at [www.magicearth.com](http://www.magicearth.com).

Landmark is the leading supplier of software and services for the upstream oil and gas industry. The company's software solutions span exploration, production, drilling, business decision analysis and data management. Landmark offers a broad range of consulting services that enable customers to optimize their technical, business and decision processes. Visit the Landmark Web site at [www.lgc.com](http://www.lgc.com) for more information.

Halliburton, 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 and Engineering and Construction business segments. The company's Web site can be accessed at [www.halliburton.com](http://www.halliburton.com).

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