

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	
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1. Name and Address of Reporting Person* <u>King David S</u> (Last) (First) (Middle) 10200 BELLAIRE BLVD. 2NE-14B (Street) HOUSTON TX 77072 (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol HALLIBURTON CO [HAL]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner X Officer (give title below) Other (specify below) Pres. - Completion & Productio
	3. Date of Earliest Transaction (Month/Day/Year) 11/12/2008	
		6. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person 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	11/12/2008		D		35 ⁽¹⁾	D	\$44.58	63,952	D	
Common Stock	11/12/2008		D		129 ⁽¹⁾	D	\$30.32	63,823 ⁽²⁾	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	\$15.77							07/19/2001	07/19/2011	Common Stock	4,347 ⁽³⁾	4,347 ⁽³⁾	D	
Option to Buy Common Stock	\$7.47							08/28/2002	08/28/2012	Common Stock	4,200 ⁽⁴⁾	4,200 ⁽⁴⁾	D	
Option to Buy Common Stock	\$14.43							03/16/2004	03/16/2014	Common Stock	3,478 ⁽⁵⁾	3,478 ⁽⁵⁾	D	
Option to Buy Common Stock	\$22.55							04/07/2005	04/07/2015	Common Stock	6,132 ⁽⁶⁾	6,132 ⁽⁶⁾	D	
Option to Buy Common Stock	\$33.02							01/06/2006	01/06/2016	Common Stock	5,054 ⁽⁷⁾	5,054 ⁽⁷⁾	D	
Option to Buy Common Stock	\$29.87							01/03/2007	01/03/2017	Common Stock	5,819 ⁽⁸⁾	5,819 ⁽⁸⁾	D	
Option to Buy Common Stock	\$35.67							02/13/2008	02/13/2018	Common Stock	7,553 ⁽⁹⁾	7,553 ⁽⁹⁾	D	

Explanation of Responses:

- Shares transferred to Halliburton Company for payment for Federal tax withholding obligations on lapse of restrictions on shares issued under the 1993 Stock and Incentive Plan. Said Plan permits Reporting Person to satisfy withholding tax obligation by transferring unrestricted shares to the Issuer.
- Since the date of the Reporting Person's last report, 13,844 shares of common stock were transferred to his ex-wife pursuant to a qualified domestic relations order. The Reporting Person no longer reports as beneficially owned any securities owned by his ex-wife.
- Since the date of the Reporting Person's last report, 6,003 stock options were transferred to his ex-wife pursuant to a qualified domestic relations order. The Reporting Person no longer reports as beneficially owned any securities owned by his ex-wife.
- Since the date of the Reporting Person's last report, 5,800 stock options were transferred to his ex-wife pursuant to a qualified domestic relations order. The Reporting Person no longer reports as beneficially owned any securities owned by his ex-wife.

5. Since the date of the Reporting Person's last report, 4,802 stock options were transferred to his ex-wife pursuant to a qualified domestic relations order. The Reporting Person no longer reports as beneficially owned any securities owned by his ex-wife.
6. Since the date of the Reporting Person's last report, 8,468 stock options were transferred to his ex-wife pursuant to a qualified domestic relations order. The Reporting Person no longer reports as beneficially owned any securities owned by his ex-wife.
7. Since the date of the Reporting Person's last report, 5,946 stock options were transferred to his ex-wife pursuant to a qualified domestic relations order. The Reporting Person no longer reports as beneficially owned any securities owned by his ex-wife.
8. Since the date of the Reporting Person's last report, 4,181 stock options were transferred to his ex-wife pursuant to a qualified domestic relations order. The Reporting Person no longer reports as beneficially owned any securities owned by his ex-wife.
9. Since the date of the Reporting Person's last report, 847 stock options were transferred to his ex-wife pursuant to a qualified domestic relations order. The Reporting Person no longer reports as beneficially owned any securities owned by his ex-wife.

Remarks:

Robert L. Hayter, by Power of Attorney 11/13/2008

** 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.