
**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION**
Washington, DC 20549

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): July 19, 2012

HALLIBURTON COMPANY
(Exact Name of Registrant as Specified in Its Charter)

Delaware
(State or Other Jurisdiction of Incorporation)

1-3492
(Commission File Number)

No. 75-2677995
(IRS Employer Identification No.)

3000 N. Sam Houston Parkway E., Houston, Texas
(Address of Principal Executive Offices)

77032
(Zip Code)

(281) 871-2699
(Registrant's Telephone Number, Including Area Code)

Not Applicable
(Former Name or Former Address, if Changed Since Last Report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
 - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
 - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
 - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
-

INFORMATION TO BE INCLUDED IN REPORT

Item 8.01.

Other Events.

On July 9, 2012, the 165th Judicial District Court of Harris County, Texas issued an order preliminarily approving the proposed settlement by and among Halliburton Company, the named plaintiffs, and all named defendants in the shareholder derivative action entitled *Policemen and Firemen Retirement System of the City of Detroit, et al. v. Cornelison, et al.*, Cause No. 2009-29987 (Harris County District Court, 165th Judicial District, Texas), which case was filed against only current and former Halliburton directors and officers containing various allegations of wrongdoing including violations of the United States Foreign Corrupt Practices Act, claimed KBR, Inc. (KBR) offenses while acting as a government contractor in Iraq, claimed KBR offenses and fraud under United States government contracts, Halliburton activity in Iran, and illegal kickbacks. A hearing to determine whether the court should issue an order of final approval of the settlement has been scheduled for September 17, 2012 at 1:30 p.m. in the 165th Judicial District Court, Harris County Civil Courthouse, 201 Caroline, 12th Floor, Houston, Harris County, Texas 77002. Pursuant to the court's order, any objections to the settlement must be filed in writing with the court no later than August 17, 2012.

Additional information concerning the terms of the proposed settlement, the September 17, 2012 hearing, and the requirements for objections can be found in the "NOTICE TO ALL PERSONS AND ENTITIES WHO HOLD OR BENEFICIALLY OWN COMMON STOCK OR OTHER SECURITIES OF HALLIBURTON COMPANY OF PROPOSED SETTLEMENT OF SHAREHOLDER DERIVATIVE ACTION AND OF SETTLEMENT HEARING" ("Publication Notice") attached hereto as Exhibit 99.1. The Publication Notice and the Stipulation of Settlement are available on Halliburton's Website.

Item 9.01.

Financial Statements and Exhibits.

The exhibit listed below is filed herewith.

(d) Exhibits.

99.1 Notice to All Persons and Entities Who Hold or Beneficially Own Common Stock or Other Securities of Halliburton Company of Proposed Settlement of Shareholder Derivative Action and of Settlement Hearing.

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: July 19, 2012

By: /s/ Bruce A. Metzinger
Bruce A. Metzinger
Assistant Secretary

NOTICE TO ALL PERSONS AND ENTITIES WHO HOLD OR BENEFICIALLY OWN COMMON STOCK OR OTHER SECURITIES OF HALLIBURTON COMPANY OF PROPOSED SETTLEMENT OF SHAREHOLDER DERIVATIVE ACTION AND OF SETTLEMENT HEARING

HALLIBURTON SECURITIES HOLDERS ARE HEREBY NOTIFIED THAT A PENDING SHAREHOLDER DERIVATIVE ACTION BROUGHT ON BEHALF OF HALLIBURTON COMPANY HAS BEEN SETTLED. THIS NOTICE IS NOT AN EXPRESSION OF ANY OPINION BY THE TEXAS COURT IN WHICH THE ACTION IS PENDING AS TO THE MERITS OF CLAIMS OR DEFENSES ASSERTED IN THE ACTION. THE STATEMENTS CONTAINED IN THIS NOTICE DO NOT CONSTITUTE FINDINGS OF THE TEXAS COURT.

Summary information regarding the action and the settlement is as follows:

Name of Case	Date of Settlement Hearing	Date Objections are Due
<i>Policemen and Firemen Retirement System of the City of Detroit, et al. v. Cornelison, et al.</i> , Cause No. 2009-29987 (Harris Cty Dist. Ct, 165th Jud. Dist., Texas)	September 17, 2012 at 1:30 p.m.	August 17, 2012

Please note that the Court may, in its discretion, change the date and/or time of the Settlement Hearing in the action without further notice to you.

The Court has entered a preliminary injunction (the full text of which is found in the Court's order preliminarily approving the settlement) barring and enjoining Halliburton's securities holders and Halliburton from taking certain actions relating to the claims and causes of action asserted in the action and the claims that will be released by the settlement agreement if the settlement is approved.

IF YOU WANT TO OBTAIN MORE INFORMATION REGARDING THE PENDING ACTION (INCLUDING THE PETITION FILED IN THE ACTION), THE SETTLEMENT (INCLUDING A COPY OF THE SETTLEMENT AGREEMENT), YOUR RIGHTS UNDER THE SETTLEMENT (INCLUDING TO OBJECT TO IT), THE PRELIMINARY INJUNCTION OR ANY OTHER INFORMATION RELATING TO THE ACTION OR THE SETTLEMENT, YOU CAN REVIEW THE MATERIALS FILED WITH THE COURT OR CONTACT THE PETITIONERS' COUNSEL Benny Goodman BY TELEPHONE (619-231-1058), BY EMAIL (BennyG@rgrdlaw.com) OR BY MAIL (Benny Goodman, Robbins Geller Rudman & Dowd LLP, 655 West Broadway, Suite 1900, San Diego, CA 92101) or Michael Barry BY TELEPHONE (302-622-7000), BY EMAIL (mbarry@gelaw.com) OR BY MAIL (Michael Barry, Grant & Eisenhofer, P.A., 123 Justison Street, Wilmington, Delaware 19801). PLEASE DO NOT CONTACT THE COURT ABOUT THE SETTLEMENT AGREEMENT.