

FORM 10-Q

SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

Quarterly Report Pursuant to Section 13 or 15(d) of the
Securities Exchange Act of 1934
For the quarterly period ended JUNE 30, 1995

OR

Transition Report Pursuant to Section 13 or 15(d)
of the Securities Exchange Act of 1934
For the transition period from _____ to _____

Commission File Number 1-3492

HALLIBURTON COMPANY

(a Delaware Corporation)
73-0271280

3600 Lincoln Plaza
500 N. Akard
Dallas, Texas 75201

Telephone Number - Area Code (214) 978-2600

Indicate by check mark whether the registrant (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days.

Yes X No

Indicate the number of shares outstanding of each of the issuer's classes of common stock, as of the latest practicable date.

Common stock, par value \$2.50 per share:

Outstanding at July 31, 1995 - 114,207,808

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Exhibits:

Computation of earnings per common share for the three and six months ended June 30, 1995 and 1994

Financial data schedule for the quarter ended June 30, 1995 (included only in the copy of this report filed electronically with the Commission).

PART I. FINANCIAL INFORMATION
ITEM 1. FINANCIAL STATEMENTS.

HALLIBURTON COMPANY
CONDENSED CONSOLIDATED BALANCE SHEETS

	June 30 1995	December 31 1994
	-----	-----
	Millions of dollars and shares	
ASSETS		
Cash and equivalents	\$ 353.7	\$ 428.1
Investments:		
Available-for-sale	260.3	219.0
Held-to-maturity	423.4	435.8
	-----	-----
Total investments	683.7	654.8
Receivables:		
Notes and accounts receivable	1,276.8	1,273.1
Unbilled work on uncompleted contracts	212.5	173.4
Refundable federal income taxes	13.4	13.4
	-----	-----
Total receivables	1,502.7	1,459.9
Inventories	263.5	268.9
Reinsurance recoverables	536.8	671.1
Property, plant and equipment, less accumulated depreciation of \$2,324.7 and \$2,341.4	1,073.5	1,076.8
Equity in and advances to related companies	106.8	94.6
Excess of cost over net assets acquired	210.5	213.4
Deferred income taxes	127.4	120.5
Assets held for sale	50.5	26.3
Other assets	288.9	253.9
	-----	-----
Total assets	\$5,198.0	\$5,268.3
	=====	=====
LIABILITIES AND SHAREHOLDERS' EQUITY		
Accounts payable	\$ 303.5	\$ 303.5
Accrued employee compensation and benefits	356.3	406.3
Advance billings on uncompleted contracts	178.2	163.3
Income taxes payable	62.2	25.8
Short-term notes payable	26.8	30.7
Unearned insurance premiums	50.7	51.2
Reserves for insurance losses and claims	984.6	1,126.4
Long-term debt	644.1	643.1
Other liabilities	586.9	570.6
Minority interest in consolidated subsidiaries	1.5	5.2
	-----	-----
Total liabilities	3,194.8	3,326.1
	-----	-----
Commitments and contingencies		
Shareholders' equity:		
Common stock, par value \$2.50 per share - authorized 200.0 shares, issued 119.1 shares	297.7	297.7
Paid-in capital in excess of par value	201.8	201.7
Cumulative translation adjustment	(19.2)	(23.1)
Net unrealized gains (losses) on investments	7.0	(7.6)
Retained earnings	1,675.6	1,637.3
	-----	-----
	2,162.9	2,106.0
Less 4.9 and 5.0 shares of treasury stock, at cost	159.7	163.8
	-----	-----
Total shareholders' equity	2,003.2	1,942.2
	-----	-----
Total liabilities and shareholders' equity	\$5,198.0	\$5,268.3
	=====	=====

See notes to condensed consolidated financial statements.

HALLIBURTON COMPANY
CONDENSED CONSOLIDATED STATEMENTS OF INCOME

	Three Months Ended June 30		Six Months Ended June 30	
	1995	1994	1995	1994
	-----	-----	-----	-----
	Millions of dollars except per share data			
Revenues	\$1,444.5	\$1,425.4	\$2,766.6	\$2,801.7
Operating costs and expenses:				
Cost of revenues	1,300.3	1,383.5	2,519.0	2,668.7
General and administrative	44.5	56.8	85.6	107.7
	-----	-----	-----	-----
Total operating costs and expenses	1,344.8	1,440.3	2,604.6	2,776.4
	-----	-----	-----	-----
Operating income (loss)	99.7	(14.9)	162.0	25.3
Interest expense	(12.3)	(11.0)	(25.1)	(21.0)
Interest income	5.7	3.0	14.3	5.8
Foreign currency (losses) gains	(1.4)	(9.9)	3.6	(13.2)
Other nonoperating income, net	0.1	0.7	0.2	1.2
	-----	-----	-----	-----
Income (loss) before income taxes and minority interest	91.8	(32.1)	155.0	(1.9)
Benefit (provision) for income taxes	(34.9)	12.9	(58.9)	0.8
Minority interest in net income (loss) of subsidiaries	(0.7)	--	(0.8)	(0.3)
	-----	-----	-----	-----
Net income (loss)	\$ 56.2	\$ (19.2)	\$ 95.3	\$ (1.4)
	=====	=====	=====	=====
Average number of common and common share equivalents outstanding	114.4	114.2	114.4	114.2
Income (loss) per share	\$ 0.49	\$ (0.17)	\$ 0.83	\$ (0.01)
Cash dividends paid per share	0.25	0.25	0.50	0.50

See notes to condensed consolidated financial statements.

HALLIBURTON COMPANY
CONDENSED CONSOLIDATED STATEMENTS OF CASH FLOWS

	Six Months Ended June 30	
	1995	1994
	----- Millions of dollars -----	
Cash flows from operating activities:		
Net income (loss)	\$ 95.3	\$ (1.4)
Adjustments to reconcile net income (loss) to net cash from operating activities:		
Depreciation and amortization	120.6	133.4
Provision for deferred income taxes	3.6	21.4
Other non-cash items	(15.5)	6.8
Other changes, net of non-cash items:		
Receivables	(49.3)	46.5
Inventories	5.8	18.5
Insurance losses and claims net of reinsurance recoverables	(7.3)	(8.7)
Accounts payable and other	(34.3)	(98.5)
	-----	-----
Total cash flows from operating activities	118.9	118.0
	-----	-----
Cash flows from investing activities:		
Capital expenditures	(121.1)	(101.0)
Sales of property, plant and equipment	20.0	23.6
Sales (purchases) of subsidiary companies	(6.0)	191.6
Sales or maturities of available-for-sale investments	5.1	27.4
Payments for available-for-sale investments	(27.9)	(35.9)
Calls or maturities of held-to-maturity investments	19.7	44.4
Payments for held-to-maturity investments	(6.3)	(30.7)
Other investing activities	(4.3)	(5.7)
	-----	-----
Total cash flows from investing activities	(120.8)	113.7
	-----	-----
Cash flows from financing activities:		
Payments on long-term borrowings	(10.1)	(63.3)
Borrowings (repayments) of short-term debt	(5.1)	(68.8)
Payments of dividends to shareholders	(57.1)	(57.1)
Other financing activities	0.3	0.2
	-----	-----
Total cash flows from financing activities	(72.0)	(189.0)
	-----	-----
Effect of exchange rate changes on cash	(0.5)	(3.5)
	-----	-----
Increase (decrease) in cash and equivalents	(74.4)	39.2
Cash and equivalents at beginning of year	428.1	48.8
	-----	-----
Cash and equivalents at end of period	\$ 353.7	\$ 88.0
	=====	=====
Cash payments (refunds) during the period for:		
Interest	\$ 13.7	\$ 13.5
Income taxes	14.4	(55.8)

See notes to condensed consolidated financial statements.

HALLIBURTON COMPANY
NOTES TO CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

Note 1. Management Representation

In the opinion of the Company, the accompanying unaudited condensed consolidated financial statements include all adjustments necessary to present fairly the Company's financial position as of June 30, 1995, and the results of its operations for the three and six months ended June 30, 1995 and 1994 and its cash flows for the six months then ended. The results of operations for the three and six months ended June 30, 1995 and 1994 may not be indicative of results for the full year. Certain prior year amounts have been reclassified to conform with the current year presentation.

Note 2. Inventories

Consolidated inventories consisted of the following:

	June 30 1995	December 31 1994	
	-----	-----	
	Millions of dollars		
Sales items	\$ 93.1	\$ 97.2	
Supplies and parts	127.4	128.8	
Work in process	24.5	23.9	
Raw materials	18.5	19.0	
	-----	-----	
Total	\$ 263.5	\$ 268.9	
	=====	=====	

About one-half of all sales items (including related work in process and raw materials) are valued using the last-in, first-out (LIFO) method. If the average cost method had been in use for inventories on the LIFO basis, total inventories would have been about \$19.7 million and \$21.9 million higher than reported at June 30, 1995, and December 31, 1994, respectively.

Note 3. Business Segment Information

Revenues and operating income by business segment were the following for the three and six months ended June 30, 1995 and 1994:

	Three Months Ended June 30		Six Months Ended June 30		
	-----	-----	-----	-----	
	1995	1994	1995	1994	
	-----	-----	-----	-----	
	Millions of dollars				
Revenues					
Energy services	\$ 629.6	\$ 605.6	\$ 1,198.6	\$ 1,204.6	
Engineering and construction services	768.0	764.1	1,472.9	1,480.3	
Insurance services*	46.9	55.7	95.1	116.8	
	-----	-----	-----	-----	
Total revenues	\$ 1,444.5	\$ 1,425.4	\$ 2,766.6	\$ 2,801.7	
	=====	=====	=====	=====	

* Excludes insurance revenues received from other segments of the Company.

	Three Months Ended June 30		Six Months Ended June 30		
	-----	-----	-----	-----	
	1995	1994	1995	1994	
	-----	-----	-----	-----	
	Millions of dollars				
Operating income (loss)					
Energy services	\$ 71.2	\$ (19.8)	\$ 123.6	\$ 13.7	
Engineering and construction services	33.5	11.4	49.3	25.9	
Insurance services	2.3	(0.1)	2.7	(2.2)	
General corporate expenses	(7.3)	(6.4)	(13.6)	(12.1)	
	-----	-----	-----	-----	
Total operating income (loss)	\$ 99.7	\$ (14.9)	\$ 162.0	\$ 25.3	
	=====	=====	=====	=====	

Note 4. Income Per Share

Income per share amounts are based upon the average number of common and common share equivalents outstanding. Common share equivalents included in the computation represent shares issuable upon assumed exercise of stock options which have a dilutive effect.

Note 5. Related Companies

The Company conducts some of its operations through various joint venture and other partnership forms which are accounted for using the equity method. European Marine Contractors, Limited, (EMC) which is 50% owned by the Company and part of Engineering and Construction Services, specializes in engineering, procurement and construction of marine pipelines. Summarized operating results for 100% of the operations of EMC are as follows:

	Three Months Ended June 30		Six Months Ended June 30	
	1995	1994	1995	1994
	----- Millions of dollars -----			
Revenues	\$ 116.4	\$ 139.5	\$ 175.3	\$ 189.7
Operating income	\$ 38.1	\$ 45.1	\$ 53.9	\$ 60.2
Net income	\$ 25.0	\$ 28.2	\$ 35.0	\$ 37.4

Note 6. Insurance Subsidiaries

The condensed consolidated financial statements include property and casualty insurance subsidiaries.

COMBINED FINANCIAL POSITION

	June 30 1995	December 31 1994
	----- Millions of dollars -----	
ASSETS		
Cash and equivalents	\$ 44.7	\$ 52.8
Investments:		
Available-for-sale	260.3	219.0
Held-to-maturity	395.3	411.7
Total investments	655.6	630.7
Notes and accounts receivable*	200.6	213.8
Reinsurance recoverables	536.8	671.1
Property, plant and equipment, less accumulated depreciation of \$6.9 and \$6.5	1.8	2.0
Excess of cost over net assets acquired	0.1	0.1
Other assets	32.2	22.5
	\$1,471.8	\$1,593.0
	=====	=====
LIABILITIES AND SHAREHOLDERS' EQUITY		
Accounts payable and other liabilities	\$ 56.6	\$ 96.7
Income taxes payable	(10.6)	(20.9)
Unearned insurance premiums	50.7	51.2
Reserves for insurance losses and claims*	1,086.2	1,197.2
Halliburton Company equity, adjusted for net unrealized gains (losses) of \$7.0 and \$(7.6)	288.9	268.8
	\$1,471.8	\$1,593.0
	=====	=====

*Includes \$101.6 million at June 30, 1995, and \$70.8 million at December 31, 1994, relating to incurred but not reported claims on associated company business which had no effect on Halliburton Company equity.

Assets of the insurance subsidiaries, with the exception of dividend payments to the parent company, are not available for general corporate use.

COMBINED OPERATING RESULTS

	Three Months Ended June 30		Six Months Ended June 30	
	1995	1994	1995	1994
	----- Millions of dollars -----			
Revenues:				
Direct premiums	\$ 73.8	\$ 84.0	\$ 119.6	\$ 113.3
Premiums assumed	20.9	27.7	55.8	71.1
Premiums ceded	(28.4)	(59.8)	(67.9)	(72.5)
	-----	-----	-----	-----
Net earned premiums and agency income*	66.3	51.9	107.5	111.9
Investment income	12.6	11.6	25.1	23.2
	-----	-----	-----	-----
	78.9	63.5	132.6	135.1
Operating costs and expenses:				
Underwriting expenses	111.4	72.4	198.3	176.8
Reinsurance recoveries	(38.9)	(13.5)	(77.3)	(47.8)
Investment expenses	0.9	0.2	1.5	0.4
General and administrative	3.1	4.5	7.3	7.9
	-----	-----	-----	-----
	76.5	63.6	129.8	137.3
Operating income (loss)	2.4	(0.1)	2.8	(2.2)
Foreign currency gains (losses)	0.2	0.3	0.5	0.3
Nonoperating expense, net	(0.4)	--	(0.7)	--
	-----	-----	-----	-----
Income (loss) before income taxes	2.2	0.2	2.6	(1.9)
Benefit for income taxes	0.8	(2.1)	2.9	(0.7)
	-----	-----	-----	-----
Net income (loss)	\$ 3.0	\$ (1.9)	\$ 5.5	\$ (2.6)
	=====	=====	=====	=====

*Included in net earned premiums and agency income are premiums for intercompany insurance coverage and services provided by the Insurance Services Group to the remainder of Halliburton Company. Such premiums and charges amounted to \$32.0 million and \$7.8 million for the three months ended June 30, 1995 and 1994, respectively, and \$37.5 million and \$18.3 million for the six months ended June 30, 1995 and 1994, respectively.

Insurance Services written premiums are as follows:

	Three Months Ended June 30		Six Months Ended June 30	
	1995	1994	1995	1994
	----- Millions of dollars -----			
Direct premiums	\$ 44.0	\$ 82.0	\$ 92.7	\$ 119.5
Premiums assumed	22.3	29.3	57.7	72.7
Premiums ceded	(28.4)	(60.7)	(67.2)	(76.4)
	-----	-----	-----	-----
Net written premiums and agency income	\$ 37.9	\$ 50.6	\$ 83.2	\$ 115.8
	=====	=====	=====	=====

Note 7. Long-term debt

During the first six months of 1995, the Company redeemed \$10.0 million of its 4% notes. The Company redeemed \$38.8 million of its 4% notes and \$23.8 million principal amount of its 10.2% debentures in the first six months of 1994.

The Company will redeem the entire outstanding principal amount of zero coupon convertible subordinated debentures (Debentures) on September 1, 1995. The redemption price will be at \$536.5029 per \$1000.00 principal amount of Debentures at maturity. The total cost of the redemption, assuming all Debentures are submitted for redemption, will be approximately \$391 million.

Note 8. Commitments and Contingencies

The Company is involved as a potentially responsible party (PRP) in remedial activities to clean up various "Superfund" sites under applicable Federal law which imposes joint and several liability, if the harm is indivisible, on certain persons without regard to fault, the legality of the original disposal, or ownership of the site. Although it is very difficult to quantify the potential impact of compliance with environmental protection laws, management of the Company believes that any liability of the Company with respect to all but two of such sites will not have a material adverse effect on the results of operations of the Company. With respect to a site in Jasper County, Missouri (Jasper County Superfund Site), and a site in Nitro, West Virginia (Fike/Artel Chemical Superfund Site), sufficient information has not been developed to permit management to make such a determination and management believes the process of determining the nature and extent of remediation at each site and the total costs thereof will be lengthy.

Brown & Root, Inc. (Brown & Root), a subsidiary of the Company, has been named as a PRP with respect to the Jasper County Superfund Site by the Environmental Protection Agency (EPA). The Jasper County Superfund Site includes areas of mining activity that occurred from the 1800's through the mid 1950's in the Southwestern portion of Missouri. The site contains lead and zinc mine tailings produced from mining activity. Brown & Root is one of nine participating PRPs which have agreed to perform a Remedial Investigation/Feasibility Study (RI/FS), which is not expected to be completed until the fourth quarter of 1996. Although the entire Jasper County Superfund Site comprises 237 square miles as listed on the National Priorities List, in the RI/FS scope of work, the EPA has only identified seven areas, or subsites, within this area that need to be studied and then possibly remediated by the PRPs. Additionally, the Administrative Order on Consent for the RI/FS only requires Brown & Root to perform RI/FS work at one of the subsites within the site, the Neck/Alba subsite, which only comprises 3.95 square miles. Brown & Root's share of the cost of such a study is not expected to be material. Brown & Root cannot determine the extent of its liability, if any, for remediation costs on any reasonably practicable basis.

The Company is one of 32 companies that have been designated as PRPs at the Fike/Artel Chemical Superfund Site. The six "Operable Units" previously established by the EPA in connection with remediation activities for the site have been consolidated into four Operable Units and a Cooperative Sewage Treatment facility ("CST"). The EPA instituted litigation in the U.S. District Court for the Southern District of West Virginia (United States v. American Cyanamid Co., Inc. et al.) against all PRPs seeking recovery of its past response costs in Operable Unit 1. The PRPs are subject to a Consent Decree with respect to the remediation of Operable Unit 2. In June 1993, the EPA issued a Unilateral Administrative Order requiring all PRPs to implement remediation of Operable Unit 3. Operative Units 4 and 5 have been consolidated into Operable "Unit 4 Plus" which will include any additional work which is not in Operable Units 1, 2 and 3 or the CST. Work on Operable Unit 4 Plus is scheduled to start in late 1996 or early 1997. The PRPs have entered into an Administrative Order on Consent that will allow them to perform a site-wide RI/FS (on Operable Unit 4 Plus). The Company's share of past response costs alleged by the EPA for Operable Unit 1 and remediation cost estimates for Operable Units 2 and 3 range in the aggregate from approximately \$1.4 million to approximately \$2 million. There are at present no reliable estimates of costs to remediate Operable Unit 4 Plus and the CST, because the EPA has not yet proposed any remediation methodology. Those costs may, however, be significantly larger than the estimates thereof for the other units. Although the liability associated with this site could possibly be significant to the results of operations of some future reporting period, management believes, based on current knowledge, that its share of costs at this site is unlikely to have a material adverse impact on the Company's consolidated financial condition.

On July 25, 1995, in the United States District Court, Southern District of Texas, Houston Division, in a case styled UNITED STATES OF AMERICA VS. HALLIBURTON COMPANY, the Company plead guilty in U.S. Federal court to three violations of the U.S. export control law which prohibits the export of U.S. goods and services to Libya, and was sentenced to pay a fine in the previously agreed to amount of \$1.2 million. These violations relate to shipments of components of oil field wireline logging tools by one of the Company's former domestic subsidiaries to a foreign subsidiary for performance of oil field services for Libyan national oil companies. The shipments occurred during late 1987 to early 1990.

The Company also reached agreement with the Department of Commerce and an Order was entered in settlement of proposed civil charges relating to alleged violations of the Export Administration Act assessing a civil penalty against the Company in the agreed amount of \$2.6 million. This order involves shipments to Libya by this same former subsidiary, as well as other exports and reexports of geophysical equipment and services to Libya by another former subsidiary during the same general time period.

These settlements will not impair the Company's ability to export products, services or technology in compliance with applicable law. The cost of this settlement has been provided for by the Company in prior accounting periods and it will not affect the Company's financial results in the future.

The Company and its subsidiaries are parties to various other legal proceedings. Although the ultimate disposition of such proceedings is not presently determinable, in the opinion of the Company any liability that might ensue would not be material in relation to the consolidated financial position of the Company.

Note 9. Acquisitions and Dispositions

The Company sold its natural gas compression business unit in November 1994 for \$205 million in cash. The sale resulted in a pretax gain of \$102 million, or 56 cents per share after tax in 1994. The business unit sold owns and operates a large natural gas compressor rental fleet in the United States and Canada. The compressors are used to assist in the production, transportation, and storage of natural gas.

In January 1994, the Company sold substantially all of the assets of its geophysical services and products business to Western Atlas International, Inc. for \$190.0 million in cash and notes subject to certain adjustments. The notes of \$90.0 million were sold for cash in the first quarter of 1994. In addition, the Company issued \$73.8 million in notes to Western Atlas to cover some of the costs of reducing certain geophysical operations, including the cost of personnel reductions, leases of geophysical marine vessels and closing of duplicate facilities. The Company's notes to Western Atlas are payable over two years at a rate of interest of 4%. An initial installment of \$33.8 million was made in February 1994, and quarterly installments of \$5 million have been made thereafter.

The Company is in the process of obtaining regulatory approvals to sell certain remaining assets and settle certain liabilities of the geophysical business. The Company does not believe it will incur any material loss from the disposition or liquidation of these remaining assets or settlement of the remaining liabilities.

ITEM 2. MANAGEMENT'S DISCUSSION AND ANALYSIS OF FINANCIAL CONDITION AND RESULTS OF OPERATIONS.

BUSINESS ENVIRONMENT

The Company (often through foreign subsidiaries) operates in over 100 countries, including several upon which the United States government has imposed varying degrees of restrictions on trade and commerce. These countries include Iran and Libya. The Company believes the embargo on U.S. trade with Iran will not have a material effect on current results of operations or financial condition of the Company, although it will limit the Company from competing for future business in Iran. If additional restrictions were to be established for these or other countries, such restrictions might impair the ability of the Company to obtain the benefit of its assets in such countries and the ability to collect amounts owed to the Company by their government and private entities. The Company cannot predict whether more stringent restrictions will be adopted or, if adopted, the impact they might have on its results of operations.

RESULTS OF OPERATIONS

Second Quarter of 1995 Compared with the Second Quarter of 1994

Revenues

Consolidated revenues increased 1% to \$1,444.5 million in the second quarter of 1995 compared with \$1,425.4 million in the same quarter of the prior year.

Energy Services revenues increased by 4% compared with a 4% decline in drilling activity as measured by the worldwide rotary rig count for the same quarter of the prior year. Excluding businesses included in 1994 results but subsequently sold, revenues for the second quarter increased 7%. International revenues increased by 14%, reflecting growth in the Latin America, Europe/Africa and Asia Pacific markets. The increase in international revenues was partially offset by a 3% decline in United States revenues. The United States rig count declined 8% from the same quarter of the prior year.

Engineering and Construction Services revenues increased slightly to \$768.0 million compared with \$764.1 million in the same quarter of the prior year.

Insurance Services revenues declined by 16% from the same quarter of the prior year due primarily to reduced earned premiums on discontinued lines of business and lower losses on retrospective workers' compensation coverages.

Operating income

Consolidated operating income was \$99.7 million in the second quarter of 1995 compared with a loss of \$14.9 million in the same quarter of the prior year.

Energy Services operating income was \$71.2 million compared with a loss of \$19.8 million in the same quarter of the prior year. Included in the second quarter of the prior year were \$42.6 million of charges for personnel reductions. Excluding the impact of the personnel reductions in 1994, Energy Services operating income increased by over 200% over the same quarter of the prior year. The operating margin for the second quarter of 1995 was 11.3% compared to a prior year operating margin of 3.8%. The increased operating income is primarily related to growth in activities in Latin America, Europe/Africa and Asia Pacific, and reductions in indirect costs.

Engineering and Construction Services operating income and operating margins increased to \$33.5 million and 4.4%, respectively, compared with results in the same quarter of the prior year of \$11.4 million and 1.5%, respectively. The increase in operating income is primarily related to improved performance in marine construction activities.

Insurance Services operating income was higher in 1995 due primarily to reduced underwriting losses from discontinued operations.

Nonoperating items

Interest income increased in 1995 primarily due to higher levels of invested cash.

Foreign currency losses were \$1.4 million in the second quarter of 1995 compared with a loss of \$9.9 million in the same quarter of the prior year. Second quarter 1994 losses relate primarily to Brazil and Venezuela.

Net income

Net income in the second quarter of 1995 was \$56.2 million, or 49 cents per share, compared with a loss of \$19.2 million, or 17 cents per share, in the same quarter of the prior year. Excluding the 1994 severance costs, net income in the second quarter of 1994 would have been \$8.5 million, or seven cents per share.

First Six Months of 1995 Compared with the First Six Months of 1994

Revenues

Consolidated revenues for the first six months of 1995 were \$2,766.6 million compared to \$2,801.7 million in the first six months of 1994. Energy Services revenues were approximately the same during the two periods. Excluding revenues from businesses sold subsequent to the second quarter of 1994, Energy Services revenues increased 2% between the two periods primarily due to increases in Latin America, Europe/Africa and Asia Pacific offset by a decline in North America. Engineering and Construction Services revenues were approximately the same during the two periods. Revenues from Insurance Services

declined 19% related primarily to reduced earned premiums on discontinued lines of business.

Operating income

Consolidated operating income was \$162.0 million in the first six months of 1995 compared with \$25.3 million in the first six months of 1994. Excluding severance costs included in 1994 results, consolidated operating income would have been \$67.9 million. Energy Services operating income during the six months ended June 30, 1995 and 1994 was \$123.6 million and \$13.7 million, respectively. Excluding severance costs, operating income in the 1994 period was \$56.3 million. Operating income increased in all regions. Operating margins during the 1995 and 1994 periods were 10.3% and 4.7%, respectively. 1995 margins were benefited by growth in Latin America, Europe/Africa and Asia Pacific and lower indirect costs. Lower margins in 1994 were due primarily to decreased activities in the North Sea, Middle East and Asia Pacific, market disturbances in Nigeria and Yemen, unsettled economic, political and business conditions in the CIS and pricing pressures in North America.

Engineering and Construction Services operating income in the first six months of 1995 and 1994 was \$49.3 million and \$25.9 million, respectively. 1995 operating income increases are primarily due to improved performance in marine construction activities in Latin America, Middle East and Europe/Africa. Operating income in 1994 included a \$5.0 million gain on the sale of an environmental remediation subsidiary.

Insurance Services operating income during the period improved to \$2.7 million in 1995 from a loss of \$2.2 million in 1994. The improvement is primarily due to lower catastrophic losses and losses from discontinued operations.

Nonoperating items

Interest expense increased from \$21.0 million to \$25.1 million due primarily to the reversal of an accrual during the first quarter of 1994 for interest payable on income tax settlements.

Interest income increased from \$5.8 million in 1994 to \$14.3 million in 1995 primarily due to higher levels of invested cash.

The Company had foreign currency gains of \$3.6 million during the six months ended June 30, 1995 compared with losses of \$13.2 million during the same period in 1994. Gains in 1995 relate primarily to a first quarter gain from the devaluation of the Nigerian Naira offset by losses in other currencies, particularly the Mexican peso. Losses in 1994 relate primarily to Brazil and Venezuela.

Net income

Net income for the six months ended June 30, 1995 was \$95.3 million, or 83 cents per share, versus a loss of \$1.4 million, or a loss of one cent per share, during the same period in 1994. Excluding severance costs in 1994, net income was \$26.3 million, or 23 cents per share.

LIQUIDITY AND CAPITAL RESOURCES

The Company ended the second quarter of 1995 with cash and equivalents of \$353.7 million, a decrease of \$74.4 million from the end of 1994. Excluding cash and equivalents of Insurance Services, which are restricted from general corporate purposes unless paid to the parent as a dividend, cash and equivalents at the end of the second quarter of 1995 were \$309.0 million, a decrease of \$66.3 million from the end of 1994.

Operating activities

Cash flows from operations were about the same for the six month periods ended June 30, 1995 and 1994. The increase in net income for the 1995 period was offset by higher receivables due to increased activity levels and increased advances to Engineering and Construction joint ventures.

Investing activities

Cash flows from investing activities used \$120.8 million during the first six months of 1995 compared to \$113.7 million in cash provided during the same period of 1994. Capital expenditures increased in 1995 by 20% over 1994. The 1994 cash flows reflect the proceeds from the sale of geophysical services and two small subsidiaries.

Financing activities

Cash flows used for financing activities were \$72.0 million in the first six months of 1995 compared to \$189.0 million in the same quarter last year. The decrease in outflows is due to lower payments of short-term and long-term indebtedness. In 1994 the Company redeemed the remaining 10.2% debentures and made a \$33.8 million installment on the note issued by the Company to the buyer of geophysical services.

The Company will redeem the entire outstanding principal amount of zero coupon convertible subordinated debentures (Debentures) on September 1, 1995. The redemption price will be \$536.5029 per \$1,000.00 principal amount of Debentures at maturity. The total cost of the redemption, assuming all Debentures are submitted for redemption, will be approximately \$391 million. The Company will fund the redemption primarily with cash reserves and secondarily with short-term borrowings.

The Company has the ability to borrow additional short-term and long-term funds if necessary.

ENVIRONMENTAL MATTERS

The Company is involved as a potentially responsible party in remedial activities to clean up various "Superfund" sites under applicable Federal law which imposes joint and several liability, if the harm is indivisible, on

certain persons without regard to fault, the legality of the original disposal, or ownership of the site. Although it is very difficult to quantify the potential impact of compliance with environmental protection laws, management of the Company believes that any liability of the Company with respect to all but two of such sites will not have a material adverse effect on the results of operations of the Company. See Note 8 to the financial statements for additional information on these two sites.

EXPORT MATTERS

See Note 8 to the financial statements concerning certain actions of the United States Government concerning exports by subsidiaries of the Company.

Part II. OTHER INFORMATION
ITEM 1. LEGAL PROCEEDINGS

There is incorporated by reference the information regarding certain actions of the United States Government concerning exports by subsidiaries of the Company in Note 8 to the Condensed Consolidated Financial Statements in Item 1 of Part I.

ITEM 4. SUBMISSION OF MATTERS TO A VOTE OF SECURITY HOLDERS

At the Annual Meeting of Stockholders of the Company held on May 16, 1995, stockholders of the Company were asked to consider and act upon (i) the election of Directors for the ensuing year, (ii) a proposal to ratify the appointment of Arthur Andersen LLP as independent accountants to examine the financial statements and books and records of the Company for 1995 and (iii) a shareholder proposal requesting that the Board of Directors take necessary steps to provide for cumulative voting in the election of Directors. Set forth below with respect to each such matter, where applicable, is the number of votes cast for, against or withheld, as well as the number of abstentions and broker non-votes.

a. Election of Directors:

NAME OF NOMINEE	VOTES FOR	VOTES WITHHELD
Anne L. Armstrong	97,862,656	649,159
Lord Clitheroe	97,861,880	649,935
Robert L. Crandall	97,884,310	627,505
Thomas H. Cruikshank	97,871,477	640,338
William R. Howell	97,893,156	618,659
Dale P. Jones	97,932,994	578,821
C. J. Silas	97,904,386	607,429
Roger T. Staubach	97,857,527	654,288
Richard J. Stegemeier	97,870,955	640,860
E. L. Williamson	97,846,216	665,599

b. Proposal to ratify the appointment of Arthur Andersen LLP as independent accountants to examine the financial statements and books and records of the Company for 1995:

Number of Votes For	98,152,974
Number of Votes Against	193,888
Number of Votes Abstaining	164,953
Number of Broker Non-Votes	0

c. Shareholder proposal relating to cumulative voting in the election of Directors:

Number of Votes For	31,294,251
Number of Votes Against	45,234,242
Number of Votes Abstaining	14,427,525
Number of Broker Non-Votes	7,555,797

ITEM 6. EXHIBITS AND REPORTS ON FORM 8-K

(a) Exhibits

- (11) Statement regarding computation of earnings per share.
- (27) Financial data schedule for the Registrant (filed electronically)

(b) Reports on Form 8-K

During the second quarter of 1995:

A Current Report was filed on Form 8-K dated April 24, 1995, reporting on Item 5. Other Events, regarding a press release dated April 24, 1995, announcing 1995 first quarter earnings.

A Current Report was filed on Form 8-K dated May 15, 1995, reporting on Item 5. Other Events, regarding a press release dated May 15, 1995, announcing plans for the disposition of a subsidiary, NUS Training Corporation.

A Current Report was filed on Form 8-K dated May 16, 1995, reporting on Item 5. Other Events, regarding a press release dated May 16, 1995, announcing the election results of its shareholders' meeting and the declaration of the second quarter dividend.

During the third quarter of 1995 to the date hereof:

A Current Report was filed on Form 8-K dated July 14, 1995, reporting on Item 5. Other Events, regarding a press release dated July 14, 1995, announcing agreements to settle export investigation.

A Current Report was filed on Form 8-K dated July 17, 1995, reporting on Item 5. Other Events, regarding a press release dated July 14, 1995, announcing the signing of an agreement to provide engineering and construction services on a new ethylene plant in Kuwait.

A Current Report was filed on Form 8-K dated July 20, 1995, reporting on Item 5. Other Events, regarding a press release dated July 20, 1995, announcing the declaration of the third quarter dividend, the calling of zero coupon convertible subordinated debentures and that David J. Lesar was named executive vice president and chief financial officer.

A Current Report was filed on Form 8-K dated July 25, 1995, reporting on Item 5. Other Events, regarding a press release dated July 20, 1995, announcing second quarter results.

A Current Report was filed on Form 8-K dated July 31, 1995, reporting on Item 5. Other Events, regarding the final settlement of export case pleadings.

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 thereunto duly authorized.

HALLIBURTON COMPANY
(Registrant)

Date AUGUST 4, 1995

By /S/ THOMAS H. CRUIKSHANK

Thomas H. Cruikshank
Chairman of the Board and
Chief Executive Officer

Date AUGUST 4, 1995

By /S/ DAVID J. LESAR

David J. Lesar
Executive Vice President
Chief Financial Officer

Date AUGUST 4, 1995

By /S/ SCOTT R. WILLIS

Scott R. Willis
Controller
Principal Accounting Officer

HALLIBURTON COMPANY
EXHIBIT 11

COMPUTATION OF EARNINGS PER SHARE

The calculation below for earnings per share of the \$2.50 par value Common Stock of the Company on a primary and fully diluted basis for the three and six months ended June 30, 1995 and 1994, is submitted in accordance with Regulation S-K item 601 (b) (11).

	Three Months Ended June 30		Six Months Ended June 30	
	1995	1994	1995	1994
	----- Millions of dollars except per share data -----			
Primary:				
Net income (loss)	\$ 56.2	\$ (19.2)	\$ 95.3	\$ (1.4)
Average number of common and common share equivalents outstanding	114.4	114.2	114.4	114.2
Primary net income (loss) per share	\$ 0.49	\$ (0.17)	\$ 0.83	\$ (0.01)
Fully Diluted:				
Net income (loss)	\$ 56.2	\$ (19.2)	\$ 95.3	\$ (1.4)
Add after-tax interest expense applicable to Zero Coupon Convertible Subordinated Debentures due 2006	3.5	3.2	6.9	6.3
Adjusted net income (loss)	\$ 59.7	\$ (16.0)	\$ 102.2	\$ 4.9
Adjusted average number of shares outstanding	119.4	119.2	119.3	119.2
Fully diluted earnings (loss) per share	\$ 0.50	\$ (0.13)	\$ 0.86	\$ 0.04

The foregoing computations do not reflect any significant potentially dilutive effect the Company's Preferred Stock Purchase Rights Plan could have in the event such Rights become exercisable and any shares of either Series A Junior Participating Preferred Stock or Common Stock of the Company are issued upon the exercise of such Rights.

THIS SCHEDULE CONTAINS SUMMARY FINANCIAL INFORMATION EXTRACTED FROM THE HALLIBURTON COMPANY CONDENSED CONSOLIDATED FINANCIAL STATEMENTS FOR THE SIX MONTHS ENDED JUNE 30, 1995, AND IS QUALIFIED IN ITS ENTIRETY BY REFERNECE TO SUCH FINANCIAL STATEMENTS.

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	6-MOS	
	DEC-31-1995	
	JUN-30-1995	
		354
	684	
	1,539	
	36	
	264	
	0	
		3,398
	2,324	
	5,198	
0		
		644
		298
0		
	0	
	1,705	
5,198		
		0
	2,767	
		0
	2,519	
	86	
	0	
	25	
	155	
	59	
95		
	0	
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	95	
	0.83	
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