FORM 4

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

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL

OMB Number: 3235-0287
Estimated average burden

0.5

hours per response:

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* LESAR DAVID J						2. Issuer Name and Ticker or Trading Symbol HALLIBURTON CO [HAL]								5. Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director 10% Owner Officer (give title Other (specify)								
1	(Last) (First) (Middle) 1401 MCKINNEY SUITE 2400					3. Date of Earliest Transaction (Month/Day/Year) 11/17/2005								X Officer (give title Other (specify below) Chairman, Pres. and CEO								
(Street)						4. If Amendment, Date of Original Filed (Month/Day/Year)								Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting								
(City)	City) (State) (Zip)															Person						
		Tak	ole I - N			e Se	curi	ties A	cquire	d, Di	isposed	of, or Be	enefici	_								
)))) Da					ction ay/Year	Exe () if a	2A. Deemed Execution Date, if any (Month/Day/Year)		3. Transaction Code (Instr. 8)		4. Securiti Disposed	es Acquired (A) or Of (D) (Instr. 3, 4 and 5		15)	Beneficially Owned Following		6. Ownersh Form: Direct (D) or Indirect (I) (Instr. 4)		7. Nature of Indirect Beneficial Ownership			
									Code	v	Amount	(A) or (D)	Price	[·	Reported Transaction (Instr. 3 and				(Instr. 4)			
Common	Stock			11/17/2005					S ⁽¹⁾		2,000	D	\$59.8	38	632,80	9.98	D					
Common	Stock			11/17/2	11/17/2005				M		3,000	A	\$28.1	25 635,809		9.98	98 D					
Common	Stock			11/17/2005				S ⁽¹⁾		3,000	D	\$59.8	38	632,809	9.98	I)					
Common	Stock			11/17/2005				M		2,000	A	\$39.	.5 634,80		9.98 D)					
Common Stock 11					2005				S ⁽¹⁾		2,000	D	\$59.8	38	632,80	9.98 D)				
Common Stock 11/17/2					2005	005		M		2,000	A	\$31.5	634,80		9.98 D)					
Common	Stock			11/17/2	2005)05			S ⁽¹⁾		2,000	D	\$59.8	38	632,809.98 I)					
Common Stock										<u> </u>					,000		[Partnership				
		•	Table II								posed of convert				Owned							
1. Title of Derivative Security (Instr. 3)	ttle of 2. 3. Transaction 3A. Deemed 2. 4. Execution Date Execution Date, If any Creative In the control of Execution Date, If any Creative In the control of Execution Date, If any Creative In the control of Execution Date, If any Creative In the control of Execution Date, If any Creative In the control of Execution Date, If any Creative In the control of Execution Date, If any Creative In the control of Execution Date, If any Creative In the control of Execution Date, If any Creative In the control of Execution Date In th		4. Transa Code (ction	ion of		6. Date Exercisable Expiration Date (Month/Day/Year)		sable and	7. Title and Amou of Securities Underlying Derivative Securit (Instr. 3 and 4)		t 8	8. Price of Derivative Security	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)		10. Owners Form:	Beneficial					
					8)	iiisu.	Sec Acq (A) (Disp of (I (Ins	urities puired or posed D) tr. 3, 4	(Month/E	Day/Ye		Derivative	Security		(Instr. 5)	Owned Followi Reporte Transa	cially l ing ed ction(s)	Direct (i or Indirect) (i) (Insti	ect (Instr. 4)			
				Day/Year)		v	Sec Acq (A) (Disp of (I (Ins	urities puired or posed D) tr. 3, 4	Date Exercisa			Derivative	Security	t r	(Instr. 5)	Owned Followi Reporte Transa	cially l ing ed ction(s)	or Indir	ect (Instr. 4)			
Option to Buy Common Stock	\$26.03			Day/Year)	8)		Sec Acq (A) o Disp of (I (Ins and	urities juired or posed D) tr. 3, 4	Date	uble	Expiration	Derivative (Instr. 3 ar	Amount or Number	t r es	(Instr. 5)	Owned Followi Reporte Transa (Instr. 4	cially l ing ed ction(s)	or Indir	ect (Instr. 4)			
Buy Common	\$26.03 \$54.5			Day/Year)	8)		Sec Acq (A) o Disp of (I (Ins and	urities juired or posed D) tr. 3, 4	Date Exercisa	able	Expiration Date	Derivative (Instr. 3 ar	Amount or Number of Share	t res	(Instr. 5)	Owned Following Reporter Transac (Instr. 4	cially I ing ed ction(s)	or Indir (I) (Insti	ect (Instr. 4)			
Buy Common Stock Option to Buy Common		11/17/2005		Day/Year)	8)		Sec Acq (A) o Disp of (I (Ins and	urities juired or posed D) tr. 3, 4	Date Exercisa 01/02/20	004 0998	Expiration Date 01/02/2014	Title Common Stock	Amount or Number of Share	t t rress	(2)	Owned Following Report Transac (Instr. 4	cially ing ed ction(s) 1)	or Indir (I) (Insti	ect (Instr. 4)			
Buy Common Stock Option to Buy Common Stock Option to Buy Common	\$54.5	11/17/2005		Day/Year)	Code		Sec Acq (A) o Disp of (I (Ins and	urities juired or posed D) tr. 3, 4 5)	Date Exercisa 01/02/20 12/03/15	004 004 0998	Expiration Date 01/02/2014 12/03/2007	Title Common Stock Common Common Stock	Amount or Number of Share	t ress		Owned Following Report Transac (Instr. 4	cially ing ed ction(s) 1)	D D	ect (Instr. 4)			
Buy Common Stock Option to Buy Common Stock Option to Buy Common Stock Option to Buy Common Stock	\$54.5 \$28.125			Day/Year)	Code M		Sec Acq (A) o Disp of (I (Ins and	urities juired or or oosed D) tr. 3, 4 5)	Date Exercisa 01/02/20 12/03/19 12/02/19	998 999 000	Expiration Date 01/02/2014 12/03/2007 12/09/2008	Title Common Stock Common Stock Common Common Stock	Amount or Number of Share 66,66	t rees 66 00 0	(2)	Owned Following Report Transac (Instr. 4	cially ing ed ction(s) 4)	D D	ect (Instr. 4)			

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	Title	Amount or Number of Shares				
Option to Buy Common Stock	\$44.08							03/03/2005	03/03/2015	Common Stock	100,000		100,000	D	
Option to Buy Common Stock	\$38.61							12/02/2004	12/02/2014	Common Stock	69,000		69,000	D	

Explanation of Responses:

- $1. \ The \ sales \ were \ effected \ pursuant \ to \ a \ Rule \ 10b5-1 \ trading \ plan \ adopted \ by \ the \ Reporting \ Person \ on \ August \ 2, \ 2005.$
- $2. \ Options \ disposed \ of through \ exercise \ pursuant \ to \ a \ Rule \ 10b5-1 \ trading \ plan \ adopted \ by \ the \ Reporting \ Person \ on \ August \ 2, \ 2005.$

Remarks:

Robert L. Hayter, by Power of Attorney

11/18/2005

** 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.

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.