

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL	
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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

1. Name and Address of Reporting Person* <u>GIBSON JOHN W JR</u> (Last) (First) (Middle) (Street) (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>HALLIBURTON CO [HAL]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner X Officer (give title below) Other (specify below) <u>Pres, CEO-Energy Services</u>
	3. Date of Earliest Transaction (Month/Day/Year) <u>07/21/2003</u>	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	

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	07/21/2003		D		593 ⁽¹⁾	D	21.02	124,306	D	
Common Stock	07/21/2003		D		540 ⁽¹⁾	D	24.21	123,766 ⁽²⁾⁽³⁾	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					

Explanation of Responses:

- Shares transferred to Halliburton Company for payment of Federal Income Tax withholding obligation 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.
- The Reporting Person also directly owns employee stock options to purchase 34,000 shares of Halliburton common Stock (HAL stock) at \$26.87 per share, exercisable in equal installments beginning Oct. 4, 1996, expiring Oct. 4, 2006; 24,000 shares of HAL stock at \$29.56 per share, exercisable in equal installments beginning Dec. 4, 1996, expiring Dec. 4, 2006; 12,000 shares of HAL stock at \$4.50 per share, exercisable in equal installments beginning Dec. 3, 1997, expiring Dec. 3, 2007; 12,000 shares of HAL stock at \$28.12 per share, exercisable in equal installments beginning Dec. 2, 1998, expiring Dec. 2, 2008; and 28,500 shares of HAL stock at \$39.50 per share, exercisable in equal installments beginning Dec. 2, 1999, expiring Dec. 2, 2009.
- The Reporting Person also directly owns employee stock options to purchase 10,000 shares of HAL stock at \$47.93 per share, exercisable in equal installments beginning May 5, 1999, expiring May 5, 2009; 39,000 shares of HAL stock at \$34.75 per share, exercisable in equal installments beginning Dec. 6, 2000, expiring Dec. 6, 2010; and, 21,938 shares of HAL stock at \$31.55 per share, exercisable in equal installments beginning July 19, 2001, expiring July 19, 2011.

Bruce A. Metzinger, by power of attorney 07/21/2003

** 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.