

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 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)

MAY 20, 1997

Halliburton Company
(Exact name of registrant as specified in its charter)

State or other jurisdiction of incorporation	Commission File Number	IRS Employer Identification Number
Delaware	1-3492	No. 75-2677995

3600 Lincoln Plaza
500 North Akard Street
Dallas, Texas 75201-3391
(Address of principal executive offices)

Registrant's telephone number,
including area code - 214/978-2600

Page 1 of 5 Pages
The Exhibit Index Appears on Page 4

INFORMATION TO BE INCLUDED IN REPORT

Item 5. Other Events

The registrant may, at its option, report under this item any events, with respect to which information is not otherwise called for by this form, that the registrant deems of importance to security holders.

On May 20, 1997, registrant issued a press release entitled 1997 Shareholders' Meeting and Second Quarter Dividend pertaining, among other things, to an announcement that at registrant's annual meeting shareholders elected all ten nominees to the board of directors and ratified the appointment of Arthur Andersen LLP to audit registrant's financial statements for 1997. Shareholders also approved proposals to amend registrant's certificate of incorporation to increase the number of authorized shares of common stock and to amend and restate the 1993 stock and long-term incentive plan. Following the shareholders meeting, registrant's board of directors declared a second quarter dividend of 25 cents per share of common stock, payable June 25, 1997 to shareholders of record at the close of business June 4, 1997.

The foregoing summary is subject to the full text of the press release with respect thereto, a copy of which is attached hereto as Exhibit 20, which exhibit is incorporated herein by reference.

Item 7. Financial Statements and Exhibits

List below the financial statements, pro forma financial information and exhibits, if any, filed as part of this report.

(c) Exhibits.

Exhibit 20 - Press release dated May 20, 1997.

Page 2 of 5 Pages
The Exhibit Index Appears on Page 4

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: May 20, 1997

By: /s/ Susan S. Keith

Susan S. Keith
Vice President, Secretary and
Corporate Counsel

EXHIBIT INDEX

Exhibit Number	Description	Sequentially Numbered Page
20	Press Release of May 20, 1997 Incorporated by Reference	5 of 5

FOR IMMEDIATE RELEASE
May 20, 1997

Contact- Guy T. Marcus
Vice President-Inv. Rel
(214) 978-2691

1997 SHAREHOLDERS' MEETING AND SECOND QUARTER DIVIDEND

DALLAS, Texas -- At Halliburton Company's (NYSE-HAL) annual meeting in Dallas today, the company's shareholders elected all ten nominees to the board of directors and ratified the appointment of Arthur Andersen LLP to audit the company's financial statements for the year 1997. Also, Halliburton's shareholders approved proposals to amend the certificate of incorporation of the company to increase the number of authorized shares of common stock and to amend and restate the 1993 stock and long-term incentive plan.

At the board of directors meeting following the shareholders meeting, the board declared a second quarter dividend of 25 cents per share of the common stock, payable June 25, 1997 to shareholders of record at the close of business June 4, 1997.

Halliburton Company is one of the world's largest diversified energy services, engineering, maintenance, and construction companies. Founded in 1919, Halliburton provides a broad range of energy services and products, industrial and marine engineering and construction services.

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Page 5 of 5 Pages
The Exhibit Index Appears on Page 4