

Pope Lawrence J
Form 4
September 17, 2010

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
Pope Lawrence J

2. Issuer Name and Ticker or Trading Symbol
HALLIBURTON CO [HAL]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
HALLIBURTON COMPANY, 3000
N. SAM HOUSTON PARKWAY E.

3. Date of Earliest Transaction
(Month/Day/Year)
09/15/2010

____ Director
 Officer (give title below)
____ 10% Owner
____ Other (specify below)

EVP Administration & CHRO

(Street)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

HOUSTON, TX 77032

(City) (State) (Zip)

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 Ownership (Instr. 4)
				(A) or (D)	Price		
Common Stock	09/15/2010		D	40 ⁽¹⁾	\$ 31.38	D	
Common Stock	09/15/2010		S	6,322	\$ 30.98	D	
Common Stock	09/15/2010		S	3,694	\$ 30.99	D	
Common Stock	09/15/2010		S	298	\$ 31.23	D	

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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SEC 1474
(9-02)

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 Underlying Securities (Instr. 3 and 4)	8. Pr Deri Secu (Inst	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Option to Buy Common Stock	\$ 29.35					12/01/2009	12/01/2019	Common Stock	26,500
Option to Buy Common Stock	\$ 15.42					12/02/2008	12/02/2018	Common Stock	21,100
Option to Buy Common Stock	\$ 15.78					07/19/2001	07/19/2011	Common Stock	3,484
Option to Buy Common Stock	\$ 36.9					12/05/2007	12/05/2017	Common Stock	9,100
Option to Buy Common Stock	\$ 33.17					12/06/2006	12/06/2016	Common Stock	10,400
Option to Buy Common Stock	\$ 14.43					03/16/2004	03/16/2014	Common Stock	13,900
Option to Buy	\$ 20.89					02/17/2005	02/17/2015	Common Stock	12,000

Common
Stock

Option to
Buy
Common
Stock

\$ 32.39

12/07/2005 12/07/2015

Common
Stock 7,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Pope Lawrence J HALLIBURTON COMPANY 3000 N. SAM HOUSTON PARKWAY E. HOUSTON, TX 77032			EVP Administration & CHRO	

Signatures

Robert L. Hayter, by Power of
Attorney 09/17/2010

__Signature of Reporting Person

Date

Explanation of Responses:

- * 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).
 - (1) Shares transferred to Halliburton Company for payment for Federal tax withholding obligations on lapse of restrictions on shares issued under the Stock and Incentive Plan. Said Plan permits Reporting Person to satisfy withholding tax obligation by transferring unrestricted shares to the Issuer.
 - (2) Includes 575.04 shares of stock purchased through the Halliburton Company Employee Stock Purchase Plan for the period ended June 30, 2010.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.