

LESAR DAVID J
Form 4
January 13, 2006

FORM 4

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

OMB APPROVAL

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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 *
LESAR DAVID J

(Last) (First) (Middle)
1401 MCKINNEY, SUITE 2400
(Street)

HOUSTON, TX 77010

(City) (State) (Zip)

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

3. Date of Earliest Transaction (Month/Day/Year)
01/12/2006

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)
Chairman, Pres. and CEO

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

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	(D)	Price
Common Stock	01/12/2006		S(1)		842	D	\$ 70.34
Common Stock	01/12/2006		M		50,000	A	\$ 39.5
Common Stock	01/12/2006		S(1)		50,000	D	\$ 70.34
Common Stock	01/12/2006		M		25,000	A	\$ 51.5
Common Stock	01/12/2006		S(1)		25,000	D	\$ 70.34

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Common Stock	01/12/2006	M	7,806	A	\$ 31.55	686,963.98	D	
Common Stock	01/12/2006	S ⁽¹⁾	7,806	D	\$ 70.34	679,157.98	D	
Common Stock	01/12/2006	M	23,333	A	\$ 26.03	702,490.98	D	
Common Stock	01/12/2006	S ⁽¹⁾	23,333	D	\$ 70.34	679,157.98	D	
Common Stock						20,000	I	Partnership

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

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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)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Option to Buy Common Stock	\$ 39.5	01/12/2006		M	50,000	12/02/2000 12/02/2009	Common Stock	50,000	
Option to Buy Common Stock	\$ 51.5	01/12/2006		M	25,000	09/14/2001 09/14/2010	Common Stock	25,000	
Option to Buy Common Stock	\$ 31.55	01/12/2006		M	7,806	04/01/2003 07/19/2011	Common Stock	7,806	
Option to Buy Common Stock	\$ 26.03	01/12/2006		M	23,333	01/02/2004 01/02/2014	Common Stock	23,333	

