

HALLIBURTON CO

Form 4

April 06, 2007

**FORM 4**
**UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

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

## OMB APPROVAL

OMB  
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response... 0.5

(Print or Type Responses)

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

(Last) (First) (Middle)

1401 MCKINNEY STREET, 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)

04/04/2007

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

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

\_\_\_\_ Director \_\_\_\_ 10% Owner  
\_\_X\_\_ Officer (give title \_\_\_\_ Other (specify  
below) below)

Vice Pres, HR and Admin

6. Individual or Joint/Group Filing(Check  
Applicable Line)  
\_\_X\_\_ 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<br>Security<br>(Instr. 3) | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3. Transaction<br>Code<br>(Instr. 8) | 4. Securities Acquired<br>(A) or Disposed of (D)<br>(Instr. 3, 4 and 5) | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership<br>Form: Direct<br>(D) or<br>Indirect (I)<br>(Instr. 4) | 7. Nature of<br>Ownership<br>(Instr. 4) |
|---------------------------------------|-----------------------------------------|-------------------------------------------------------------|--------------------------------------|-------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------|-----------------------------------------|
| Common<br>Stock                       | 04/04/2007                              |                                                             | D                                    | 274 <sup>(1)</sup>                                                      | \$<br>31.74                                                                                                        | D                                                                    |                                         |

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

**Persons who respond to the collection of  
information contained in this form are not  
required to respond unless the form  
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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)**

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| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4.<br>Transaction<br>Code<br>(Instr. 8) | 5.<br>Number<br>of<br>Derivative<br>Securities<br>Acquired<br>(A) or<br>Disposed<br>of (D)<br>(Instr. 3,<br>4, and 5) | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) |                    | 7. Title and Amount of<br>Underlying Securities<br>(Instr. 3 and 4) |                                     | 8. Pr<br>Deri<br>Secu<br>(Inst |
|-----------------------------------------------------|-----------------------------------------------------------------------|-----------------------------------------|-------------------------------------------------------------|-----------------------------------------|-----------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------|--------------------|---------------------------------------------------------------------|-------------------------------------|--------------------------------|
|                                                     |                                                                       |                                         |                                                             | Code                                    | V (A) (D)                                                                                                             | Date<br>Exercisable                                            | Expiration<br>Date | Title                                                               | Amount<br>or<br>Number<br>of Shares |                                |
| Option to<br>Buy<br>Common<br>Stock                 | \$ 33.17                                                              |                                         |                                                             |                                         |                                                                                                                       | 12/06/2006                                                     | 12/06/2016         | Common<br>Stock                                                     | 10,400                              |                                |
| Option to<br>Buy<br>Common<br>Stock                 | \$ 27.25                                                              |                                         |                                                             |                                         |                                                                                                                       | 12/03/1997                                                     | 12/03/2007         | Common<br>Stock                                                     | 4,050                               |                                |
| Option to<br>Buy<br>Common<br>Stock                 | \$ 14.53                                                              |                                         |                                                             |                                         |                                                                                                                       | 02/17/1999                                                     | 02/17/2009         | Common<br>Stock                                                     | 4,854                               |                                |
| Option to<br>Buy<br>Common<br>Stock                 | \$ 19.75                                                              |                                         |                                                             |                                         |                                                                                                                       | 12/02/1999                                                     | 12/02/2009         | Common<br>Stock                                                     | 3,920                               |                                |
| Option to<br>Buy<br>Common<br>Stock                 | \$ 21.25                                                              |                                         |                                                             |                                         |                                                                                                                       | 04/03/2000                                                     | 04/03/2010         | Common<br>Stock                                                     | 1,160                               |                                |
| Option to<br>Buy<br>Common<br>Stock                 | \$ 15.78                                                              |                                         |                                                             |                                         |                                                                                                                       | 07/19/2001                                                     | 07/19/2011         | Common<br>Stock                                                     | 10,350                              |                                |
| Option to<br>Buy<br>Common<br>Stock                 | \$ 14.43                                                              |                                         |                                                             |                                         |                                                                                                                       | 03/16/2004                                                     | 03/16/2014         | Common<br>Stock                                                     | 13,900                              |                                |
| Option to<br>Buy<br>Common<br>Stock                 | \$ 20.89                                                              |                                         |                                                             |                                         |                                                                                                                       | 02/17/2005                                                     | 02/17/2015         | Common<br>Stock                                                     | 12,000                              |                                |
|                                                     | \$ 32.39                                                              |                                         |                                                             |                                         |                                                                                                                       | 12/07/2005                                                     | 12/07/2015         |                                                                     | 7,000                               |                                |

Option to  
Buy  
Common  
Stock

Common  
Stock

Option to  
Buy  
Common  
Stock

\$ 19.78

02/23/2001 02/23/2011

Common  
Stock

4,200

## Reporting Owners

| Reporting Owner Name / Address                                             | Relationships |           |                         |       |
|----------------------------------------------------------------------------|---------------|-----------|-------------------------|-------|
|                                                                            | Director      | 10% Owner | Officer                 | Other |
| Pope Lawrence J<br>1401 MCKINNEY STREET<br>SUITE 2400<br>HOUSTON, TX 77010 |               |           | Vice Pres, HR and Admin |       |

## Signatures

Robert L. Hayter, by Power of  
Attorney

04/05/2007

\_\_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).

- Shares transferred to Halliburton Company for payment for Federal tax withholding obligations on lapse of restrictions on shares issued
- (1) under the 1993 Stock and Incentive Plan. Said Plan permits Reporting Person to satisfy withholding tax obligation by transferring unrestricted shares to the Issuer.
  - (2) Includes 301.25 shares purchased through the ESPP and 4.45 shares acquired through the Dividend Reinvestment Plan.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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