

Bernard Peter C  
Form 4  
May 08, 2008

**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  
Number: 3235-0287  
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response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
Bernard Peter C

(Last) (First) (Middle)

10200 BELLAIRE BLVD., OAK  
PARK 2NE-14C

(Street)

HOUSTON, TX 77072

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading  
Symbol

HALLIBURTON CO [HAL]

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

05/07/2008

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 below) \_\_\_\_ Other (specify  
below)

Senior VP - BD/Marketing

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) |
|---------------------------------------|-----------------------------------------|-------------------------------------------------------------|--------------------------------------|-------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------|-----------------------------------------|
|                                       |                                         |                                                             | Code                                 | V                                                                       | Amount                                                                                                             | (A)<br>or<br>(D)                                                     | Price                                   |
| Common<br>Stock                       | 05/07/2008                              |                                                             | S                                    |                                                                         | 3,000                                                                                                              | D                                                                    | \$<br>46.73                             |
| Common<br>Stock                       | 05/08/2008                              |                                                             | M                                    |                                                                         | 9,840                                                                                                              | A                                                                    | \$<br>14.43                             |
| Common<br>Stock                       | 05/08/2008                              |                                                             | S                                    |                                                                         | 9,840                                                                                                              | D                                                                    | \$ 47.3                                 |
| Common<br>Stock                       | 05/08/2008                              |                                                             | S                                    |                                                                         | 2,000                                                                                                              | D                                                                    | \$ 47.2                                 |

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<br>Derivative<br>Security<br>(Instr. 3) | 2. 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. Transaction<br>Code<br>(Instr. 8) | 5. Number<br>of Derivative<br>Securities<br>Acquired<br>(A) or<br>Disposed of<br>(D)<br>(Instr. 3, 4,<br>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. Amount<br>or<br>Number<br>of<br>Shares |
|-----------------------------------------------------|--------------------------------------------------------------------|-----------------------------------------|-------------------------------------------------------------|--------------------------------------|-----------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------|---------------------------------------------------------------------|-------------------------------------------|
| Option to<br>Buy<br>Common<br>Stock                 | \$ 14.43                                                           | 05/08/2008                              |                                                             | M                                    | 9,840                                                                                                           | 03/16/2004 03/16/2014                                          | Common<br>Stock                                                     | 9,840                                     |
| Option to<br>Buy<br>Common<br>Stock                 | \$ 35.67                                                           |                                         |                                                             |                                      |                                                                                                                 | 02/13/2008 02/13/2018                                          | Common<br>Stock                                                     | 6,400                                     |
| Option to<br>Buy<br>Common<br>Stock                 | \$ 22.55                                                           |                                         |                                                             |                                      |                                                                                                                 | 04/07/2005 04/07/2015                                          | Common<br>Stock                                                     | 6,820                                     |
| Option to<br>Buy<br>Common<br>Stock                 | \$ 33.02                                                           |                                         |                                                             |                                      |                                                                                                                 | 01/06/2006 01/06/2016                                          | Common<br>Stock                                                     | 8,400                                     |
| Option to<br>Buy<br>Common<br>Stock                 | \$ 29.87                                                           |                                         |                                                             |                                      |                                                                                                                 | 01/03/2007 01/03/2017                                          | Common<br>Stock                                                     | 7,000                                     |

## Reporting Owners

| Reporting Owner Name / Address | Relationships            |
|--------------------------------|--------------------------|
| Director                       | 10% Owner                |
|                                | Officer                  |
|                                | Other                    |
|                                | Senior VP - BD/Marketing |

Bernard Peter C  
10200 BELLAIRE BLVD.  
OAK PARK 2NE-14C  
HOUSTON, TX 77072

## Signatures

Robert L. Hayter, by Power of  
Attorney

05/08/2008

\_\_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).

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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