

HALLIBURTON CO  
Form 4  
December 06, 2004

**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 \*  
CORNELISON ALBERT O JR

(Last) (First) (Middle)

HALLIBURTON COMPANY, 1401  
MCKINNEY STREET

(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)

12/02/2004

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)

EVP and General Counsel

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 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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|--|
|                                 |                                      |  | Code                           | V   | Amount  |  |  |
|                                 |                                      |  |                                |   | (A) or (D)  |  |  |
|                                 |                                      |  |                                |   | Price   |  |  |
| Common Stock                    | 12/02/2004                           |  | A                              |   | 12,500<br>(1)   | A  |  |
|                                 |                                      |  |                                |   | \$<br>38.61<br>(2)  |  |  |
|                                 |                                      |  |                                |   | 85,358  | 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 displays a currently valid OMB control number.**

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 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) | Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|----------------------------|
|  |  |                                      |  | Code V (A) (D)                 |   | Date Exercisable Expiration Date                         | Title   |                            |
| Option to Buy Common Stock                 | \$ 38.61   | 12/02/2004                           |  | A                              | 12,000 <sup>(3)</sup>   | 12/02/2004 <sup>(4)</sup> 12/02/2014                     | Common Stock  | 12,000                     |
| Option to Buy Common Stock                 | \$ 26.03   |                                      |  |                                |   | 01/02/2004 01/02/2014                                    | Common Stock  | 32,940                     |
| Option to Buy Common Stock                 | \$ 28.125  |                                      |  |                                |   | 12/02/1999 12/02/2008                                    | Common Stock  | 8,500                      |
| Option to Buy Common Stock                 | \$ 39.5  |                                      |  |                                |   | 12/02/2000 12/02/2009                                    | Common Stock  | 6,000                      |
| Option to Buy Common Stock                 | \$ 34.75   |                                      |  |                                |   | 12/06/2001 12/06/2010                                    | Common Stock  | 7,000                      |
| Option to Buy Common Stock                 | \$ 31.55   |                                      |  |                                |   | 04/01/2003 07/19/2011                                    | Common Stock  | 7,875                      |
| Option to Buy Common Stock                 | \$ 38.875  |                                      |  |                                |   | 11/20/1998 11/20/2007                                    | Common Stock  | 3,600                      |

## Reporting Owners

| Reporting Owner Name / Address                | Relationships |           |                    |       |
|---|---------------|-----------|--------------------|-------|
|   | Director      | 10% Owner | Officer            | Other |
| CORNELISON ALBERT O JR<br>HALLIBURTON COMPANY |               |           | EVP and<br>General |       |

1401 MCKINNEY STREET  
HOUSTON, TX 77010

Counsel

## Signatures

Michael A. Weberpal, by Power of  
Attorney

12/06/2004

\_\_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 awarded pursuant to the Halliburton Company 1993 Stock and Incentive Plan. Said Plan provides for the surrender of common stock to the Issuer to satisfy withholding tax obligations.
- (2) On December 2, 2004, the closing price of Halliburton Company Common Stock on the New York Stock Exchange was \$38.61.
- (3) Stock Options awarded pursuant to the Halliburton Company 1993 Stock and Incentive Plan. Said Plan provides for the surrender of common stock to the Issuer to satisfy withholding tax obligations.
- (4) The options granted become exercisable on each of the first, second and third anniversaries of the grant in cumulative increments of one-third each of the number of shares subject to the option.

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.