

HALLIBURTON CO  
Form 4  
March 04, 2014

**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 \*  
**LESAR DAVID J**

(Last) (First) (Middle)  
  
3000 N. SAM HOUSTON  
PARKWAY E.  
  
(Street)

HOUSTON, TX 77032

(City) (State) (Zip)

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

3. Date of Earliest Transaction  
(Month/Day/Year)  
**02/28/2014**

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 or (D) Price   |   |  |   |
| Common Stock                    | 02/28/2014                           |  | M                              | 20,000 A \$ 32.39   | 644,196.21  | D  |   |
| Common Stock                    | 02/28/2014                           |  | S                              | 20,000 (1) D \$ 57  | 624,196.21  | D  |   |
| Common Stock                    | 03/03/2014                           |  | S                              | 20,000 (2) D \$ 56.35 (3)   | 18,308.14   | I  | By Spouse   |

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

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SEC 1474  
(9-02)

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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 of Number of Shares |
| Option to Buy Common Stock                 | \$ 32.39   | 02/28/2014                           |  | M                              | 20,000<br>(4)   | 12/07/2005   | 12/07/2015      | Common Stock  | 80,000                     |
| Option to Buy Common Stock                 | \$ 50.62   |                                      |  |                                |   | 12/04/2013   | 12/04/2023      | Common Stock  | 137,900                    |
| Option to Buy Common Stock                 | \$ 33.17   |                                      |  |                                |   | 12/06/2006   | 12/06/2016      | Common Stock  | 198,699                    |
| Option to Buy Common Stock                 | \$ 33.5  |                                      |  |                                |   | 12/05/2012   | 12/05/2022      | Common Stock  | 208,900                    |
| Option to Buy Common Stock                 | \$ 35.57   |                                      |  |                                |   | 12/06/2011   | 12/06/2021      | Common Stock  | 141,900                    |
| Option to Buy Common Stock                 | \$ 39.19   |                                      |  |                                |   | 12/01/2010   | 12/01/2020      | Common Stock  | 108,000                    |
| Option to Buy Common Stock                 | \$ 29.35   |                                      |  |                                |   | 12/01/2009   | 12/01/2019      | Common Stock  | 128,400                    |
| Option to Buy Common Stock                 | \$ 36.9  |                                      |  |                                |   | 12/05/2007   | 12/05/2017      | Common Stock  | 110,700                    |

## Reporting Owners

| Reporting Owner Name / Address                                       | Relationships |           |                               |       |
|--|---------------|-----------|-------------------------------|-------|
|  | Director      | 10% Owner | Officer                       | Other |
| LESAR DAVID J<br>3000 N. SAM HOUSTON PARKWAY E.<br>HOUSTON, TX 77032 | X             |           | Chairman,<br>Pres. and<br>CEO |       |

## Signatures

Robert L. Hayter, by Power of Attorney  
03/04/2014

\_\_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) The sales were effected pursuant to a Rule 10b5-1 trading plan adopted by the Reporting Person on February 11, 2014.

The sales were made by Reporting Person's Spouse. The Reporting Person disclaims beneficial ownership of these securities, and the

(2) filing of this report is not an admission the the Reporting Person is the beneficial owner of these securities for purposes of Section 16 or for any other purpose.

The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$56.32 to \$56.38, inclusive. The Reporting Person undertakes to provide to Halliburton Company, any security holder of Halliburton Company, or the staff of the Securities and Exchange Commission, full information regarding the number of shares sold at each separate price

(3) within the ranges set forth in footnote (3) to this Form 4.

(4) Options disposed of through exercise pursuant to a Rule 10b5-1 trading plan adopted by the Reporting Person on February 11, 2014.

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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