

HALLIBURTON CO
Form 4
March 26, 2014

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)

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)
03/25/2014

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 (D) Price | | | |
| Common Stock | 03/25/2014 | | S | 11,000 (1) D \$ 59 | 600,957.21 | D | |
| Common Stock | 03/25/2014 | | M | 20,000 A \$ 32.39 | 620,957.21 | D | |
| Common Stock | 03/25/2014 | | S | 20,000 (1) D \$ 59 | 600,957.21 | D | |
| Common Stock | 03/25/2014 | | M | 40,000 A \$ 33.17 | 640,957.21 | D | |
| Common Stock | 03/25/2014 | | S | 40,000 (1) D \$ 59 | 600,957.21 | D | |

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Common Stock 3,308.14 I By Spouse

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

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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 | 03/25/2014 | | M | 20,000 (2) | 12/07/2005 12/07/2015 | Common Stock 40,000 |
| Option to Buy Common Stock | \$ 33.17 | 03/25/2014 | | M | 40,000 (2) | 12/06/2006 12/06/2016 | Common Stock 158,699 |
| Option to Buy Common Stock | \$ 50.62 | | | | | 12/04/2013 12/04/2023 | Common Stock 137,900 |
| 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 |
| | \$ 29.35 | | | | | 12/01/2009 12/01/2019 | 128,400 |

Option to
Buy
Common
Stock

Common
Stock

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 3000 N. SAM HOUSTON PARKWAY E. HOUSTON, TX 77032 | X | | Chairman, Pres. and CEO | |

Signatures

Robert L. Hayter, by Power of
Attorney 03/26/2014

__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.

(2) 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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