

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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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 or Number of Shares
Option to Buy Common Stock	\$ 32.39	02/28/2014		M	20,000 (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 3000 N. SAM HOUSTON PARKWAY E. HOUSTON, TX 77032	X		Chairman, Pres. and 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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