

Brown James S
Form 4
December 07, 2018

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
Expires: January 31,
2005
Estimated average
burden hours per
response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person *
Brown James S

(Last) (First) (Middle)

1125 17TH STREET, SUITE 1900

(Street)

DENVER, CO 80202

(City) (State) (Zip)

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

3. Date of Earliest Transaction
(Month/Day/Year)
12/04/2018

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)

President - Western Hemisphere

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 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)
Common Stock	12/04/2018		F	(A) or (D) Amount 11,451 (1) D	\$ 31.44	96,065.144	D
Common Stock	12/05/2018		F	(A) or (D) Amount 2,815 (1) D	\$ 32.66	93,317.138 (2)	D
Common Stock	12/05/2018		A	(A) or (D) Amount 38,900 (3) A	\$ 31.44 (4)	132,217.138	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**

SEC 1474
(9-02)

displays a currently valid OMB control number.

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 Underlying Securities (Instr. 3 and 4)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount Number Shares
Option to Buy Common Stock	\$ 31.44	12/05/2018		A		66,800		12/05/2018 ⁽⁵⁾	12/05/2028	Common Stock	66,800
Option to Buy Common Stock	\$ 43.38							12/06/2017	12/06/2027	Common Stock	48,000
Option to Buy Common Stock	\$ 53.54							12/07/2016	12/07/2026	Common Stock	40,100
Option to Buy Common Stock	\$ 38.95							12/02/2015	12/02/2025	Common Stock	58,700
Option to Buy Common Stock	\$ 40.75							12/03/2014	12/03/2024	Common Stock	59,500
Option to Buy Common Stock	\$ 50.62							12/04/2013	12/04/2023	Common Stock	45,500
Option to Buy Common Stock	\$ 33.5							12/05/2012	12/05/2022	Common Stock	56,900
Option to Buy Common Stock	\$ 35.57							12/06/2011	12/06/2021	Common Stock	43,700

Option to Buy Common Stock	\$ 39.19	12/01/2010	12/01/2020	Common Stock	26,1
06/2017 Restricted Stock Units	\$ 0 ⁽⁶⁾	<u>(7)</u>	<u>(7)</u>	Common Stock	108,

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Brown James S 1125 17TH STREET SUITE 1900 DENVER, CO 80202			President - Western Hemisphere	

Signatures

/s/ Bruce A. Metzinger, by Power of Attorney

12/07/2018

__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).

- Shares transferred to Halliburton Company for payment for federal tax withholding obligations on lapse of restrictions on shares issued
- (1) under the Stock and Incentive Plan. Said Plan permits Reporting Person to satisfy withholding tax obligation by transferring unrestricted shares to the Issuer.
 - (2) Includes 66,994 shares of stock purchased through the Halliburton Company Employee Stock Purchase Plan for the period ended September 30, 2018.
 - (3) Shares awarded pursuant to the Halliburton Company Stock and Incentive Plan. Said Plan provides for the surrender of common stock to the Issuer to satisfy withholding tax obligations.
 - (4) December 5, 2018 was declared a Federal Holiday. On December 4, 2018, the closing price of Halliburton Company's Common Stock on the New York Stock Exchange was \$31.44.
 - (5) The options awarded 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 grant.
 - (6) Each Restricted Stock Unit represents the right to receive one share of common stock.
 - (7) One-half of the Restricted Stock Units vest and distribute as common stock effective December 31, 2019. The other one-half will be valued on December 31, 2019 and distribute as cash in three equal annual installments beginning December 31, 2020.

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.