

Brown James S
 Form 4
 December 12, 2018

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 *
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)
12/10/2018

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)
President - Western Hemisphere

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 Ownership (Instr. 4)
				(A) or (D)	Amount		
				Code	V	Price	
Common Stock	12/10/2018		F	D	2,632 (1)	\$ 29.79	126,840.138 D
Common Stock	12/11/2018		F	D	2,129 (1)	\$ 29.68	124,711.138 D

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)	8. Amount or Number of Shares
Option to Buy Common Stock	\$ 31.44					12/05/2018 12/05/2028	Common Stock	66,800
Option to Buy Common Stock	\$ 43.38					12/06/2017 12/06/2027	Common Stock	48,070
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

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Option to Buy Common Stock	\$ 39.19	12/01/2010	12/01/2020	Common Stock	26,100
06/2017 Restricted Stock Units	\$ 0 ⁽²⁾	<u>(3)</u>	<u>(3)</u>	Common Stock	108,743

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
 Date: 12/12/2018
__Signature of Reporting Person

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 transferred to Halliburton Company for payment for federal tax withholding obligations on lapse of restrictions on shares issued under the Stock and Incentive Plan. Said Plan permits Reporting Person to satisfy withholding tax obligation by transferring unrestricted shares to the Issuer.
 - (2) Each Restricted Stock Unit represents the right to receive one share of common stock.
 - (3) 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.