KBR, INC. Form 4 December 14, 2016

# FORM 4

### UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

**OMB APPROVAL** 

OMB 3235-0287 Number: January 31,

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Expires:

Check this box if no longer subject to Section 16. Form 4 or

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES** 

Form 5 obligations may continue. See Instruction

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

1(b).

(Print or Type Responses)

| 1. Name and Address of Reporting Person * Mujib Farhan |         |          | 2. Issuer Name <b>and</b> Ticker or Trading Symbol KBR, INC. [KBR] | 5. Relationship of Reporting Person(s) to Issuer  (Check all applicable)                             |  |  |
|--|---------|----------|--|--|--|--|
| (Last)   | (First) | (Middle) | 3. Date of Earliest Transaction                                    | ( and a series of  |  |  |
| 601 JEFFERSON STREET                                   |         | Γ        | (Month/Day/Year)<br>12/12/2016                                     | Director 10% OwnerX Officer (give title Other (specify below) President E&C Americas                 |  |  |
| (Street)   |         |          | 4. If Amendment, Date Original                                     | 6. Individual or Joint/Group Filing(Check  |  |  |
| HOUSTON, TX 77002                                      |         |          | Filed(Month/Day/Year)  | Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person |  |  |

| (City)                               | (State)                                 | (Zip) Tabl  | e I - Non-I                            | <b>Derivative</b>                       | Securi | ities Acqu     | iired, Disposed of   | , or Beneficiall   | y Owned   |
|--------------------------------------|---|---|--|---|--------|----------------|--|--|---|
| 1.Title of<br>Security<br>(Instr. 3) | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3.<br>Transactio<br>Code<br>(Instr. 8) | 4. Securit<br>on(A) or Di<br>(Instr. 3, | sposed | of (D)         | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
| Common<br>Stock                      | 12/12/2016                              |   | Code V<br>F                            | Amount 14,856 (1)                       | (D)    | Price \$ 17.55 | 93,958   | D  |   |
| Common<br>Stock                      | 12/12/2016                              |   | F                                      | 9,659 <sub>(1)</sub>                    | D      | \$<br>17.55    | 84,299   | D  |   |

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

### Edgar Filing: KBR, INC. - Form 4

#### Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4.<br>Transactic<br>Code<br>(Instr. 8) | of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, |                     | ate                | 7. Title and<br>Amount of<br>Underlying<br>Securities<br>(Instr. 3 and 4) | 8. Price of<br>Derivative<br>Security<br>(Instr. 5) | 9. Nu<br>Deriv<br>Secur<br>Bene<br>Owne<br>Follo<br>Repo<br>Trans<br>(Instr |
|---|---|---|---|--|---|---------------------|--------------------|---|---|---|
|   |   |   |   | Code V                                 | 4, and 5) (A) (D)   | Date<br>Exercisable | Expiration<br>Date | Amou or Title Numb of Share.  | er  |   |

# **Reporting Owners**

Relationships Reporting Owner Name / Address

> Officer Other Director 10% Owner

Mujib Farhan

**601 JEFFERSON STREET** President E&C Americas

HOUSTON, TX 77002

### **Signatures**

Adam M. Kramer, 12/14/2016 Attorney-in-Fact

\*\*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).
- Represents shares withheld to pay withholding taxes due upon vestings.

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.

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