

Timmermans Ted T
Form 4
April 16, 2013

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 *
Timmermans Ted T

2. Issuer Name and Ticker or Trading Symbol
WILLIAMS COMPANIES INC
[WMB]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)
04/15/2013

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
Vice President and Controller

ONE WILLIAMS CENTER

(Street)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

TULSA, OK 74172

(City) (State) (Zip)

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 Ownership (Instr. 4)	
			Code	V	Amount	Price		
Common Stock	04/15/2013		M		10,515	\$ 15.71	12,938	D
Common Stock	04/15/2013		S ⁽¹⁾		10,515	\$ 37.3942	2,423	D
Common Stock	04/15/2013		M		7,261	\$ 16.64	9,684	D
Common Stock	04/15/2013		S ⁽¹⁾		7,261	\$ 37.5309	2,423	D
							714	I

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Common
Stock

By
company
plan

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

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SEC 1474
(9-02)

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)	
						Date Exercisable	Expiration Date	Title	Amount or Number of Shares
				Code	V (A) (D)				
Employee Options (Right to Buy)	\$ 15.71	04/15/2013		M	3,505	02/25/2006	02/25/2015	Common Stock	3,505
Employee Options (Right to Buy)	\$ 15.71	04/15/2013		M	3,505	02/25/2007	02/25/2015	Common Stock	3,505
Employee Options (Right to Buy)	\$ 15.71	04/15/2013		M	3,505	02/25/2008	02/25/2015	Common Stock	3,505
Employee Options (Right to Buy)	\$ 16.64	04/15/2013		M	2,420	07/19/2006	07/19/2015	Common Stock	2,420
Employee Options (Right to Buy)	\$ 16.64	04/15/2013		M	2,420	07/19/2007	07/19/2015	Common Stock	2,420
Employee Options	\$ 16.64	04/15/2013		M	2,421	07/19/2008	07/19/2015	Common Stock	2,421

(Right to Buy)

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Timmermans Ted T ONE WILLIAMS CENTER TULSA, OK 74172			Vice President and Controller	

Signatures

Cher S. Lawrence, Attorney-in-Fact for Mr. Ted T.
Timmermans

04/16/2013

__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) Represents shares sold pursuant to a 10b5-1 Sales Plan entered into between Reporting Person and Broker on March 15, 2013.

This transaction was executed in multiple trades at prices ranging from \$37.37 - \$37.41. The prices reported above reflect the weighted average sale price. The reporting person hereby undertakes to prove upon request to the SEC staff, the issuer or a security holder of the issuer full information regarding the number of shares and prices at which the transaction was effected.

(2) This transaction was executed in multiple trades at prices ranging from \$37.50 - \$37.55. The prices reported above reflect the weighted average sale price. The reporting person hereby undertakes to prove upon request to the SEC staff, the issuer or a security holder of the issuer full information regarding the number of shares and prices at which the transaction was effected.

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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