Edgar Filing: WILLIAMS COMPANIES INC - Form 4

WILLIAMS Form 4 March 03, 2	COMPANIES	INC									
									OMB AF	PPROVAL	
FORM 4 UNITED STATES S				SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549						3235-0287	
Check th if no lon subject t Section Form 4 c	ger STATE o STATE 16. or	s box er STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF 5. SECURITIES							Expires:January 31, 2005Estimated average burden hours per response0.5		
Form 5 obligation may con <i>See</i> Instr 1(b).	tinue. Section 17										
(Print or Type	Responses)										
ARMSTRONG ALAN S Symb				2. Issuer Name and Ticker or Trading ymbol VILLIAMS COMPANIES INC				5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
			[WMB]				(0	an approacto	,	
(Month/				te of Earliest Transaction th/Day/Year) 7/2015				_X_ Director10% Owner _X_ Officer (give titleOther (specify below) below) President & CEO			
(Street) 4. If Ame				mendment, Date Original				6. Individual or Joint/Group Filing(Check			
TULSA, O	K 74172			nth/Day/Yea	-		-	Applicable Line) _X_ Form filed by O Form filed by Mo	ne Reporting Pe	rson	
(City)	(State)	(Zip)	Tab	le I - Non-I	Derivative S	ecurit		Person ired, Disposed of,	or Beneficial	ly Owned	
1.Title of Security (Instr. 3)	2. Transaction Dat (Month/Day/Year)	Executior any	ned 1 Date, if	3.		es Acqu d of (E	uired (A)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code V	Amount	(D)	Price	(Instr. 3 and 4)			
Common Stock (1)	02/27/2015			М	143,030	А	\$0	362,314	D		
Common Stock	02/27/2015			F	67,511	D	\$ 49.04	294,803	D		
Common Stock (1)	02/27/2015			М	34,352	А	\$0	329,155	D		
Common Stock	02/27/2015			F	16,215	D	\$ 49.04	312,940	D		

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. 5. Number of TransactiorDerivative Securities Code Acquired (A) or (Instr. 8) Disposed of (D) (Instr. 3, 4, and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Am Underlying Sec (Instr. 3 and 4)		
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	A N Si
Restricted Stock Units (2)	\$ 0	02/27/2015		А	58,512		02/27/2015	02/27/2015	Common Stock	
Restricted Stock Units (1)	\$ 0	02/27/2015		М		143,030	02/27/2015	02/27/2015	Common Stock	1
Restricted Stock Units (1)	\$ 0	02/27/2015		М		34,352	02/27/2015	02/27/2015	Common Stock	

Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
ARMSTRONG ALAN S ONE WILLIAMS CENTER TULSA, OK 74172	Х		President & CEO				
Signatures							

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) Payout of Restricted Stock Units, in a transaction exempt under Rules 16-3(d) and 16b-6(b), of shares of common stock awarded under The Williams Companies, Inc. 2007 Incentive Plan of which a portion of the shares were withheld for taxes.
- Represents additional restricted stock units awarded pursuant to the 2012 performance-based RSU grant agreement resulting from the
 (2) performance better than target of defined relative and absolute Total Shareholder Return ("TSR") metrics, as certified by the compensation committee.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Reporting Owners

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