

WILLIAMS COMPANIES INC
Form 4
May 16, 2014

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 *
Miller Rory Lee

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)

ONE WILLIAMS CENTER

(Street)

3. Date of Earliest Transaction (Month/Day/Year)
05/14/2014

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

TULSA, OK 74172

(City) (State) (Zip)

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

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 Beneficial Ownership (Instr. 4)
			Code	V Amount (D) Price			
Common Stock	05/14/2014		M	5,253 A \$ 29.72	63,451.512	D	
Common Stock	05/14/2014		S ⁽¹⁾	5,253 D \$ 45.01	58,198.512	D	
Common Stock05/14/2014	05/14/2014		M	10,092 A \$ 8.85	68,290.512	D	
Common Stock	05/14/2014		S ⁽¹⁾	5,592 D \$ 45	62,698.512	D	
Common Stock	05/14/2014		S ⁽¹⁾	4,500 D \$ 45.01	58,198.512	D	
Common Stock	05/14/2014		M	9,175 A	67,373.512	D	

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						\$		
						17.28		
Common Stock	05/14/2014		S ⁽¹⁾	5,175	D	\$ 45	62,198.512	D
Common Stock	05/15/2014		S ⁽¹⁾	4,000	D	\$ 45.01	58,198.512	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 displays a currently valid OMB control number.

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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)	Amount or Number of Shares	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Options (Right to Buy)	\$ 29.72	05/14/2014		M	1,750	02/25/2010 02/25/2018		Common Stock	1,750
Employee Options (Right to Buy)	\$ 29.72	05/14/2014		M	3,503	02/25/2011 02/25/2018		Common Stock	3,503
Employee Option (Right to Buy)	\$ 8.85	05/14/2014		M	3,364	02/23/2011 02/23/2019		Common Stock	3,364
Employee Option (Right to Buy)	\$ 8.85	05/14/2014		M	6,728	02/23/2012 02/23/2019		Common Stock	6,728
Employee Option (Right to Buy)	\$ 17.28	05/14/2014		M	4,587	02/23/2012 02/23/2020		Common Stock	4,587

