WILLIAMS COMPANIES INC
Form 3
March 13, 2015

FORM 3

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

OMB APPROVAL

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INITIAL STATEMENT OF 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 *
Â Miller Sarah C.
(Last) (First) (Middle)
ONE WILLIAMS CENTER
(Street)
TULSA,Â OKÂ 74172
(City) (State) (Zip)

2. Date of Event Requiring Statement (Month/Day/Year)
03/05/2015

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

4. Relationship of Reporting Person(s) to Issuer
(Check all applicable)
_____ Director _____ 10% Owner
__X__ Officer (give title below) _____ Other (specify below)
Interim SVP & General Counsel

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

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

Table I - Non-Derivative Securities Beneficially Owned

1.Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock	9,983	D	Â

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

SEC 1473 (7-02)

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Table II - Derivative Securities Beneficially Owned (*e.g.*, puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D) or Indirect	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of			

				Shares		(I) (Instr. 5)	
Restricted Stock Units	02/25/2016	Â (1)	Common Stock	3,513	$ 0	D	Â
Restricted Stock Units	02/24/2017	Â (1)	Common Stock	3,094	$ 0	D	Â
Restricted Stock Units	02/23/2018	Â (1)	Common Stock	3,117	$ 0	D	Â
Restricted Stock Units	02/25/2016	Â (2)	Common Stock	3,967	$ 0	D	Â
Restricted Stock Units	02/24/2017	Â (2)	Common Stock	3,512	$ 0	D	Â
Restricted Stock Units	02/23/2018	Â (2)	Common Stock	3,697	$ 0	D	Â
Stock Options (Right to Buy)	02/27/2013	02/27/2022	Common Stock	4,590	$ 29.11	D	Â
Stock Options (Right to Buy)	02/27/2014	02/27/2022	Common Stock	4,591	$ 29.11	D	Â
Stock Options (Right to Buy)	02/27/2015	02/27/2022	Common Stock	4,591	$ 29.11	D	Â
Stock Options (Right to Buy)	02/25/2014	02/25/2023	Common Stock	3,052	$ 33.57	D	Â
Stock Options (Right to Buy)	02/25/2015	02/25/2023	Common Stock	3,053	$ 33.57	D	Â
Stock Options (Right to Buy)	02/25/2016	02/25/2023	Common Stock	3,053	$ 33.57	D	Â
Stock Options (Right to Buy)	02/24/2015	02/24/2024	Common Stock	2,730	$ 41.77	D	Â
Stock Options (Right to Buy)	02/24/2016	02/24/2024	Common Stock	2,730	$ 41.77	D	Â
Stock Options (Right to Buy)	02/24/2017	02/24/2024	Common Stock	2,730	$ 41.77	D	Â
Stock Options (Right to Buy)	02/23/2016	02/23/2025	Common Stock	3,401	$ 49.15	D	Â
Stock Options (Right to Buy)	02/23/2017	02/23/2025	Common Stock	3,401	$ 49.15	D	Â
Stock Options (Right to Buy)	02/23/2018	02/23/2025	Common Stock	3,402	$ 49.15	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Miller Sarah C. ONE WILLIAMS CENTER TULSA,Â OKÂ 74172	Â	Â	Â Interim SVP & General Counsel	Â

Signatures

Cher S. Lawrence, Attorney-in-Fact for Sarah C. Miller	03/13/2013
**Signature of Reporting Person	Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 5(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 the right of the reporting person to receive Common Stock under the terms of The Williams Companies, Inc. 2007 Incentive Plan at the end of a deferral period in transactions exempt under Rule 16b-3(d)(1).
- **(2)** Vesting is subject to applicable grant agreement and compensation committee certification that the Company has met the three year performance measure. The specific performance measure will be based on total shareholder return with absolute and relative dependent measures.

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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