

WILLIAMS COMPANIES INC  
 Form 4  
 February 26, 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 \*  
 Billings Francis E.

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)  
 1605 CORAOPOLIS HEIGHTS  
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)  
 02/24/2014

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
 Senior Vice President

MOON TOWNSHIP, PA 15108

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

(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 (A) or (D) Price			
Common Stock <sup>(1)</sup>	02/24/2014		M	6,799 A \$ 0	10,716	D	
Common Stock	02/24/2014		F	2,268 D \$ 41.77	8,448	D	
Common Stock <sup>(1)</sup>	02/24/2014		M	5,965 A \$ 0	14,413	D	
Common Stock	02/24/2014		F	1,945 D \$ 41.77	12,468	D	
Common Stock <sup>(2)</sup>	02/25/2014		S	2,266 D \$ 41.52	10,202	D	

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Common Stock <sup>(2)</sup> 02/25/2014 S 2,010 D \$ 41.52 8,192 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.** 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 Security (Instr. 3 and 4)	Amount or Number of Shares
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	
Restricted Stock Units <sup>(3)</sup>	\$ 0	02/24/2014		A	3,071	02/24/2014	02/24/2014	Common Stock	6,7
Restricted Stock Units <sup>(1)</sup>	\$ 0	02/24/2013		M	6,799	02/24/2014	02/24/2014	Common Stock	6,7
Restricted Stock Units <sup>(1)</sup>	\$ 0	02/24/2014		M	5,965	02/24/2014	02/24/2014	Common Stock	5,9
Restricted Stock Units <sup>(4)</sup>	\$ 0	02/24/2014		A	12,162	02/24/2017	02/24/2017	Common Stock	12,
Restricted Stock Units	\$ 0	02/24/2014		A	8,379	02/24/2017	02/24/2017	Common Stock	8,3
Employee Options (Right to Buy)	\$ 41.77	02/24/2014		A	8,449	02/24/2015	02/24/2024	Common Stock	8,4
Employee Options (Right to Buy)	\$ 41.77	02/24/2014		A	8,450	02/24/2016	02/24/2024	Common Stock	8,4
Employee Option	\$ 41.77	02/24/2014		A	8,450	02/24/2017	02/24/2024	Common Stock	8,4

