Edgar Filing: WILLIAMS COMPANIES INC - Form 4

WILLIAMS Form 4 March 29, 20	COMPANIES II	NC									
								OMB A	PPROVAL		
FORM	STATES	S SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549						3235-0287			
Check thi if no long subject to Section 10 Form 4 or Form 5	AENT OI		SECUI	Estimated burden hou response	Expires: January 31 2005 Estimated average burden hours per response 0.5						
Form 5 obligations may continue. See Instruction 1(b). Filed pursuant to Section 16(a) of the Securities Exchange Act of 1935 Section 17(a) of the Public Utility Holding Company Act of 1935 or Sec 30(h) of the Investment Company Act of 1940											
(Print or Type R	esponses)										
1. Name and Address of Reporting Person <u>*</u> HOWELL WILLIAM R			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				X Director 10% Owner				
(Month				Day/Year)	Tansaction			Officer (give title Other (specify			
	(Street)		4. If Amendment, Date C Filed(Month/Day/Year)			Applicable Line) _X_ Form filed by C			Dint/Group Filing(Check		
SCOTTSDA	LE, AZ 85262						Person	More than One R	eporting		
(City)	(State)	(Zip)	Tab	ole I - Non-l	Derivative	Securities A	cquired, Disposed	of, or Beneficia	lly Owned		
	2. Transaction Date (Month/Day/Year)		Date, if	3. Transactio Code (Instr. 8)	Disposed (Instr. 3, 4	(A) or of (D) 4 and 5) (A) or	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	(
Reminder: Repo	ort on a separate line	e for each cl	ass of sec	urities bene	ficially ow	ned directly o	or indirectly.				
					inforn requii	nation cont red to respo	spond to the colle ained in this form ond unless the fo ntly valid OMB co	n are not rm	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	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exercisable and	7. Title and Amount of	8. Price of
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	onNumber	Expiration Date	Underlying Securities	Derivative
Security	or Exercise		any	Code	of	(Month/Day/Year)	(Instr. 3 and 4)	Security

number.

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(Instr. 3)	Price of Derivative Security	(Month/Day/Year	r) (Instr. 8)	Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)					(Instr. 5)
			Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Deferred Stock	\$ 20.77	03/27/2006	J <u>(1)</u>	40	(2)	(2)	Common Stock	40	\$ 20.77

Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
HOWELL WILLIAM R 42113 N. 105TH STREET SCOTTSDALE, AZ 85262	Х						
Signatures							
Brian K. Shore, Attorney-in-Fa	03/29/2006						

Howell

**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 acquired from dividend reinvestment on deferred shares for a dividend paid on March 27, 2006.

(2) Deferred shares that will be paid out in common stock at various dates in the future.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.