

Perilloux Brian L.
Form 3
January 10, 2013

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 * | | 2. Date of Event Requiring Statement | 3. Issuer Name and Ticker or Trading Symbol | |
| Â Perilloux Brian L. | | (Month/Day/Year) | WILLIAMS COMPANIES INC [WMB] | |
| (Last) | (First) | (Middle) | 4. Relationship of Reporting Person(s) to Issuer | 5. If Amendment, Date Original Filed(Month/Day/Year) |
| | | 01/01/2013 | | |
| 2800 POST OAK BLVD | | | (Check all applicable) | 6. Individual or Joint/Group Filing(Check Applicable Line) |
| (Street) | | | <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner | <input checked="" type="checkbox"/> Form filed by One Reporting Person |
| HOUSTON,Â TXÂ 77056 | | | <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other | <input type="checkbox"/> Form filed by More than One Reporting Person |
| (City) | (State) | (Zip) | (give title below) (specify below) | |
| | | | Senior Vice President | |

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 | 0 | 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 | |

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| | | | | Shares | | (I) (Instr. 5) | |
|------------------------------|------------|--------------|--------------|--------|----------|-------------------|---|
| Stock Options (Right to Buy) | 02/23/2011 | 02/23/2020 | Common Stock | 1,066 | \$ 17.28 | D | Â |
| Stock Options (Right to Buy) | 02/23/2012 | 02/23/2020 | Common Stock | 1,066 | \$ 17.28 | D | Â |
| Stock Options (Right to Buy) | 02/23/2013 | 02/23/2020 | Common Stock | 1,066 | \$ 17.28 | D | Â |
| Stock Options (Right to Buy) | 02/24/2012 | 02/24/2021 | Common Stock | 5,635 | \$ 24.21 | D | Â |
| Stock Options (Right to Buy) | 02/24/2013 | 02/24/2021 | Common Stock | 5,636 | \$ 24.21 | D | Â |
| Stock Options (Right to Buy) | 02/24/2014 | 02/24/2021 | Common Stock | 5,636 | \$ 24.21 | D | Â |
| Stock Options (Right to Buy) | 02/27/2013 | 02/27/2022 | Common Stock | 4,378 | \$ 29.11 | D | Â |
| Stock Options (Right to Buy) | 02/27/2014 | 02/27/2022 | Common Stock | 4,378 | \$ 29.11 | D | Â |
| Stock Options (Right to Buy) | 02/27/2015 | 02/27/2022 | Common Stock | 4,378 | \$ 29.11 | D | Â |
| Restricted Stock Units | 02/24/2014 | Â <u>(1)</u> | Common Stock | 5,654 | \$ 0 | D | Â |
| Restricted Stock Units | 02/27/2015 | Â <u>(1)</u> | Common Stock | 5,060 | \$ 0 | D | Â |
| Restricted Stock Units | 02/23/2013 | Â <u>(2)</u> | Common Stock | 1,657 | \$ 0 | D | Â |
| Restricted Stock Units | 02/24/2014 | Â <u>(2)</u> | Common Stock | 9,047 | \$ 0 | D | Â |
| Restricted Stock Units | 02/27/2015 | Â <u>(2)</u> | Common Stock | 4,522 | \$ 0 | D | Â |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|-------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Perilloux Brian L. 2800 POST OAK BLVD HOUSTON, TX 77056 | Â | Â | Â Senior Vice President | Â |

Signatures

Cher S. Lawrence, Attorney-in-Fact for Brian L. Perilloux
01/10/2013

____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).

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.

(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).

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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