## Edgar Filing: LORCH GEORGE A - Form 4

LORCH GEORGE A Form 4 May 26, 2009							
FORM 4 UN	ITED STATES		AND EXCHANGE 1, D.C. 20549	E COMMISSION		PPROVAL 3235-0287	
Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b). 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						January 31, 2005 average Jrs per . 0.5	
(Print or Type Responses)							
1. Name and Address of R LORCH GEORGE A	eporting Person <u>*</u>	2. Issuer Name <b>an</b> Symbol WILLIAMS CO [WMB]	d Ticker or Trading	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
(Last) (First) 1125 DORMIE DRIV	(Middle)	3. Date of Earliest T (Month/Day/Year) 05/21/2009	ransaction	_X_Director10% Owner Officer (give titleOther (specify below)below)			
(Street) NAPLES, FL 34108		4. If Amendment, D Filed(Month/Day/Yea	-	6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person			
(City) (State)	(Zip)	Table I - Non-	Derivative Securities A	Acquired, Disposed of	of, or Beneficia	lly Owned	
1.Title of 2. Transacti Security (Month/Day (Instr. 3)	any	Date, if Transactio Code ay/Year) (Instr. 8)	4. Securities onAcquired (A) or Disposed of (D) (Instr. 3, 4 and 5) (A) or Amount (D) Price	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)	
Reminder: Report on a sepa	arate line for each c	lass of securities bene	Persons who re- information con- required to resp	or indirectly. spond to the colle tained in this form ond unless the for ntly valid OMB co	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. Number	6. Date Exercisable and	7. Title and Amount of	8. Pr
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	onof Derivative	Expiration Date	Underlying Securities	Deriv
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)	Secu

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(Instr. 3)	Price of Derivative Security	(Month/Day/Year)	Year) (Instr.	(A D (I (I	Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)					(Ins	
			Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Restricted Stock Units (1)	\$ 15.62	05/21/2009	А	8	3,026		(2)	(2)	Common Stock	8,026	

## **Reporting Owners**

Reporting Owner Name / Address		Relationsh		
	Director	10% Owner	Officer	Other
LORCH GEORGE A				
1125 DORMIE DRIVE NAPLES, FL 34108	Х			
Signatures				
Cher S. Lawrence, Attorney-in Lorch	05/26/2009			
<u>**</u> Signature of Repo	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) Granted pursuant to The Williams Companies, Inc. 2007 Incentive Plan, as amended, in transactions exempt under Rule 16b-3(d) as annual compensation for non-management directors.
- (2) Restricted stock units payable on May 21, 2012 or upon death or other termination of service as a non-managment director of the Company.
- (**3**) 1-for-1

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.