CHAPPEL DONALD R

Form 4

December 16, 2009

FORM 4

Check this box

if no longer

subject to

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

OMB APPROVAL

3235-0287

Expires:

Form filed by More than One Reporting

D

Person

January 31, 2005

0.5

Estimated average burden hours per

response...

Section 16. Form 4 or Form 5 obligations may continue.

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

1(b).

(Print or Type Responses)

See Instruction

1. Name and Address of Reporting Person * 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading CHAPPEL DONALD R Issuer Symbol WILLIAMS COMPANIES INC (Check all applicable) [WMB] (Last) (First) (Middle) 3. Date of Earliest Transaction Director 10% Owner Other (specify _X__ Officer (give title (Month/Day/Year) below) ONE WILLIAMS CENTER 12/15/2009 Sr. Vice President & CFO (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check Filed(Month/Day/Year) Applicable Line) _X_ Form filed by One Reporting Person

TULSA, OK 74172

Common

Stock (1)

12/15/2009

(City)	(State)	(Zip) Tabl	le I - Non-I	Derivative	Secui	rities Acqu	ired, Disposed of	, or Beneficiall	y Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transactio Code (Instr. 8)	4. Securities Acquired on(A) or Disposed of (D) (Instr. 3, 4 and 5)		5. Amount of 6. Securities Ownership Beneficially Form: Direct Owned (D) or Following Indirect (I) Reported (Instr. 4)		7. Nature of Indirect Beneficial Ownership (Instr. 4)	
			Code V	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		
Common Stock (1)	12/15/2009		S	200	D		167,327	D	
Common Stock (1)	12/15/2009		S	2,100	D	\$ 20.27	165,227	D	
Common Stock (1)	12/15/2009		S	200	D	\$ 20.28	165,027	D	
Common Stock (1)	12/15/2009		S	100	D	\$ 20.305	164,927	D	

900

D

\$ 20.31 164,027

S

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ommon tock (1)	12/15/2009	S	500	D	\$ 20.32 163,527	D
ommon tock (1)	12/15/2009	S	500	D	\$ 20.33 163,027	D
ommon tock (1)	12/15/2009	S	400	D	\$ 20.34 162,627	D
ommon tock (1)	12/15/2009	S	200	D	\$ 20.35 162,427	D
ommon tock (1)	12/15/2009	S	400	D	\$ 20.36 162,027	D
ommon tock (1)	12/15/2009	S	400	D	\$ 20.37 161,627	D
ommon tock (1)	12/15/2009	S	300	D	\$ 20.38 161,327	D
ommon tock (1)	12/15/2009	S	100	D	\$ 20.39 161,227	D
ommon tock (1)	12/15/2009	S	1,100	D	\$ 20.4 160,127	D
ommon tock (1)	12/15/2009	S	1,000	D	\$ 20.41 159,127	D
ommon tock (1)	12/15/2009	S	700	D	\$ 20.42 158,427	D
ommon tock (1)	12/15/2009	S	100	D	\$ 20.425 158,327	D
ommon tock (1)	12/15/2009	S	1,700	D	\$ 20.43 156,627	D
ommon tock (1)	12/15/2009	S	200	D	\$ 20.435 156,427	D
ommon tock (1)	12/15/2009	S	1,400	D	\$ 20.44 155,027	D
ommon tock (1)	12/15/2009	S	2,400	D	\$ 20.45 152,627	D
ommon tock (1)	12/15/2009	S	3,400	D	\$ 20.46 149,227	D
ommon tock (1)	12/15/2009	S	500	D	\$ 20.465 148,727	D
ommon tock (1)	12/15/2009	S	3,231	D	\$ 20.47 145,496	D
ommon cock (1)	12/15/2009	S	200	D	\$ 20.475 145,296	D
	12/15/2009	S	1,050	D	\$ 20.48 144,246	D

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1,519 D

Common Stock (1)							
Common Stock (1)	12/15/2009	S	200	D	\$ 20.485	144,046	D
Common	12/15/2000	C	1.510	Б	ф 2 0. 40	1.40.507	ъ

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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)

D

\$ 20.49 142,527

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)	4. Transacti Code (Instr. 8)	5. onNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	.	ate	Secur	int of rlying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secun Bene Owno Follo Repo Trans (Instr
			Code V	, ,	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Reporting Owners

12/15/2009

Stock (1)

Reporting Owner Name / Address	Relationships					
	Director	10% Owner	Officer	Other		
CHAPPEL DONALD R ONE WILLIAMS CENTER TULSA, OK 74172			Sr. Vice President & CFO			

Signatures

Chappel	12/16/2009	
	**Signature of Reporting Person	Date

Reporting Owners 3

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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 sold pursuant to a 10b5-1 Sales Plan entered into between Reporting Person and Broker on September 11, 2009.

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.