

Bennett Walter J
 Form 4
 February 26, 2019

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
 Expires: January 31, 2015
 Estimated average burden hours per response... 0.5

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

(Print or Type Responses)

1. Name and Address of Reporting Person *
 Bennett Walter J

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)
 295 CHIPETA WAY
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
 02/22/2019

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
 Senior Vice President

SALT LAKE CITY, UT 84108
 (City) (State) (Zip)

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

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 Indirect Beneficial Ownership (Instr. 4) | | |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|---------|---|
| | | | Code | V | Amount or Price | | | | |
| Common Stock ⁽¹⁾ | 02/22/2019 | | M | | 9,333 ⁽²⁾ | A | \$ 0 | 116,881 | D |
| Common Stock | 02/22/2019 | | F | | 2,846 | D | \$ 27.11 | 114,035 | D |
| Common Stock ⁽¹⁾ | 02/22/2019 | | M | | 21,017 | A | \$ 0 | 135,052 | D |
| Common Stock | 02/22/2019 | | F | | 6,158 | D | \$ 27.11 | 128,894 | D |
| Common Stock ⁽³⁾ | 02/25/2019 | | S | | 14,859 | D | \$ 27.1329 ⁽⁴⁾ | 114,035 | D |

Edgar Filing: Bennett Walter J - Form 4

(3) Represents shares sold pursuant to a 10b5-1 Sales Plan entered into between Reporting Person and Broker on November 5, 2018.

(4) This transaction was executed in multiple trades at prices ranging from \$27.080 - \$27.190. The prices reported above reflect the weighted average sale price. The reporting person hereby undertakes to prove upon request to the SEC staff, the issuer or a security holder of the issuer full information regarding the number of shares and prices at which the transaction was effected.

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.