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SHERWIN Form 4 October 17,	WILLIAMS CO 2013								
FORM	ЛΔ						-	PPROVAL	
	UNITED		URITIES A ashington			COMMISSIO	N OMB Number:	3235-0287	
Check th if no lon subject t Section Form 4 o Form 5 obligatio may con	burden hou	Estimated average burden hours per response 0.5							
See Instr	ruction	30(h) of the	Investmen	t Compar	iy Act of I	940			
1(b). (Print or Type	Responses)								
1. Name and A Mistysyn A	Address of Reporting Illen J	Symbo	uer Name an l RWIN WII		-	5. Relationship of Reporting Person(s) to Issuer			
(Leet)	(Einst)) (Che	e)		
(Last) 101 WEST	(First) (PROSPECT AV	(Month	e of Earliest 7 n/Day/Year) /2013	ransaction		Director 10% Owner X Officer (give title Other (specify below) below) VP-Corporate Controller			
	if Amendment, Date Original ed(Month/Day/Year)			6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person					
CLEVELA	ND, OH 44115						More than One R		
(City)	(State)	(Zip) Ta	able I - Non-	Derivative	Securities A	cquired, Disposed	of, or Beneficia	lly Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)		3. Transactio Code (Instr. 8)	4. Securit onAcquired Disposed (Instr. 3, 4	ies (A) or of (D) 4 and 5) (A) or		6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect	
			Code V	Amount	(D) Price	. , ,			
Reminder: Rep	port on a separate line	e for each class of se	ecurities bene	-	-	or indirectly.	ction of	SEC 1474	

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 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
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	onof Derivative	Expiration Date	Underlying Securities	D
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)	S

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(Instr. 3)	Price of Derivative Security		(Month/Day/Year)	(Instr.	8)	Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)					
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option (Right to Buy)	\$ 180.46	10/16/2013		A		3,500		<u>(1)</u>	10/15/2023	Common Stock	3,500

Reporting Owners

Reporting Owner Name / Address	Relationships							
	Director	10% Owner	Officer	Other				
Mistysyn Allen J 101 WEST PROSPECT AVENUE CLEVELAND, OH 44115			VP-Corporate Controller					
Signatures								
Catherine M. Kilbane, Attorney-in-fact	1	0/17/2013						

Date

**Signature of Reporting Person

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) The option vests in three annual installments of 1,167, 1,166 and 1,167 beginning on October 16, 2014.

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.

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