

Ferazzi Frank J
 Form 3/A
 October 11, 2017

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 Ferazzi Frank J | | (Month/Day/Year) | WILLIAMS COMPANIES INC [WMB] | |
| (Last) | (First) | (Middle) | 06/24/2017 | |
| 2800 POST OAK BLVD | | 4. Relationship of Reporting Person(s) to Issuer | | |
| (Street) | | (Check all applicable) | | |
| HOUSTON,Â TXÂ 77056 | | <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other (give title below) (specify below) SVP Atlantic-Gulf | | |
| (City) | (State) | (Zip) | 5. If Amendment, Date Original Filed(Month/Day/Year) | |
| | | | 06/29/2017 | |
| 1. Title of Security | | 6. Individual or Joint/Group Filing(Check Applicable Line) | | |
| (Instr. 4) | | <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person | | |

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 | 1,268 | D | Â |
| Common Stock | 3,088 | I | By Company Plan ⁽¹⁾ |

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 | 5. Ownership Form of Derivative Security: | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---|---|--|---|---|--|
|---|---|--|---|---|--|

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| | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | Security | Direct (D) or Indirect (I) (Instr. 5) | |
|---------------------------------------|---------------------|--------------------|-----------------|----------------------------------|----------|--|---|
| Restricted Stock Units | 02/23/2018 | 02/23/2018 | Common Stock | 3,014 | \$ 0 | D | Â |
| Restricted Stock Units | 02/22/2019 | 02/22/2019 | Common Stock | 5,604 | \$ 0 | D | Â |
| Restricted Stock Units | 02/21/2020 | 02/21/2020 | Common Stock | 4,346 | \$ 0 | D | Â |
| Rstricted Stock Units | 04/03/2020 | 04/03/2020 | Common Stock | 1,341 | \$ 0 | D | Â |
| Restricted Stock Units ⁽²⁾ | 02/23/2018 | 02/23/2018 | Common Stock | 3,574 | \$ 0 | D | Â |
| Restricted Stock Units ⁽²⁾ | 02/22/2019 | 02/22/2019 | Common Stock | 6,087 | \$ 0 | D | Â |
| Restricted Stock Units ⁽²⁾ | 02/21/2020 | 02/21/2020 | Common Stock | 4,949 | \$ 0 | D | Â |
| Employee Options (Right to Buy) | 02/25/2014 | 02/25/2023 | Common Stock | 3,082 | \$ 33.57 | D | Â |
| Employee Options (Right to Buy) | 02/25/2015 | 02/25/2023 | Common Stock | 3,082 | \$ 33.57 | D | Â |
| Employee Options (Right to Buy) | 02/25/2016 | 02/25/2023 | Common Stock | 3,083 | \$ 33.57 | D | Â |
| Employee Options (Right to Buy) | 02/24/2015 | 02/24/2024 | Common Stock | 2,756 | \$ 41.77 | D | Â |
| Employee Options (Right to Buy) | 02/24/2016 | 02/24/2024 | Common Stock | 2,756 | \$ 41.77 | D | Â |
| Employee Options (Right to Buy) | 02/24/2017 | 02/24/2024 | Common Stock | 2,757 | \$ 41.77 | D | Â |
| Employee Options (Right to Buy) | 02/23/2016 | 02/23/2025 | Common Stock | 3,288 | \$ 49.15 | D | Â |
| Employee Options (Right to Buy) | 02/23/2017 | 02/23/2025 | Common Stock | 3,289 | \$ 49.15 | D | Â |
| Employee Options (Right to Buy) | 02/23/2018 | 02/23/2025 | Common Stock | 3,289 | \$ 49.15 | D | Â |
| Employee Options (Right to Buy) | 02/22/2017 | 08/04/2026 | Common Stock | 2,953 | \$ 24.98 | D | Â |
| Employee Options (Right to Buy) | 02/22/2018 | 08/04/2026 | Common Stock | 2,954 | \$ 24.98 | D | Â |
| Employee Options (Right to Buy) | 02/22/2019 | 08/04/2026 | Common Stock | 2,954 | \$ 24.98 | D | Â |

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| | | | | | | | |
|------------------------------------|------------|------------|-----------------|-------|----------|---|---|
| Employee Options (Right to Buy) | 02/21/2018 | 02/21/2027 | Common Stock | 3,292 | \$ 28.87 | D | Â |
| Employee Options (Right to Buy) | 02/21/2019 | 02/21/2027 | Common Stock | 3,293 | \$ 28.87 | D | Â |
| Employee Options (Right to Buy) | 02/21/2020 | 02/21/2027 | Common Stock | 3,293 | \$ 28.87 | D | Â |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Ferazzi Frank J 2800 POST OAK BLVD HOUSTON, TX 77056 | Â | Â | Â SVP Atlantic-Gulf | Â |

Signatures

Cher S. Lawrence,
Attorney-in-Fact

10/11/2017

__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).
- (1) This Form 3 is being amended to include shares of common stock indirectly owned by reporting person in the Company's 401(k) plan.
 - (2) Vesting is subject to applicable grant agreement and compensation committee certification that the Company has met the three year performance measure of relative shareholder return.

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.