

WILLIAMS COMPANIES INC  
Form 8-K  
May 21, 2012

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

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of Report (Date of Earliest Event Reported):

May 17, 2012

The Williams Companies, Inc.

(Exact name of registrant as specified in its charter)

Delaware

1-4174

73-0569878

(State or other jurisdiction  
of incorporation)

(Commission  
File Number)

(I.R.S. Employer  
Identification No.)

One Williams Center, Tulsa, Oklahoma

74172

(Address of principal executive offices)

(Zip Code)

Registrant's telephone number, including area code:

918-573-2000

Not Applicable

Former name or former address, if changed since last report

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

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**Item 5.07 Submission of Matters to a Vote of Security Holders.**

(a) At the annual meeting of stockholders, on May 17, 2012 ("Annual Meeting"), the stockholders of The Williams Companies, Inc. (the "Company") voted on the matters set forth below.

(b) 1. The nominees for election to the Board of Directors were elected, each for a one year term expiring in 2013, based upon the following votes:

Alan S. Armstrong  
For: 417,118,822  
Against: 13,352,210  
Abstain: 358,301  
Broker Non Votes: 71,785,927

Joseph R. Cleveland  
For: 416,971,439  
Against: 13,487,936  
Abstain: 369,958  
Broker Non Votes: 71,785,927

Irl F. Engelhardt\*  
For: 417,068,593  
Against: 13,388,386  
Abstain: 372,353  
Broker Non Votes: 71,785,927

John A. Hagg  
For: 426,638,926  
Against: 3,632,655  
Abstain: 557,752  
Broker Non Votes: 71,785,927

Juanita H. Hinshaw  
For: 414,294,755  
Against: 16,102,376  
Abstain: 432,201  
Broker Non Votes: 71,785,927

Frank T. MacInnis  
For: 412,698,328  
Against: 17,765,280  
Abstain: 365,725  
Broker Non Votes: 71,785,927

Steven W. Nance  
For: 429,327,115  
Against: 1,135,827  
Abstain: 366,391  
Broker Non Votes: 71,785,927

Murray D. Smith  
For: 429,080,108  
Against: 1,210,388  
Abstain: 538,837  
Broker Non Votes: 71,785,927

Janice D. Stoney  
For: 415,174,321  
Against: 15,301,939  
Abstain: 353,073  
Broker Non Votes: 71,785,927

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Laura A. Sugg  
For: 416,787,782  
Against: 13,691,596  
Abstain: 349,955  
Broker Non Votes: 71,785,927

Kathleen B. Cooper continued as a director with a term expiring at the annual meeting of stockholders in 2013. William E. Green retired as a director in conjunction with the annual meeting in accordance with the Company's director retirement policy.

\*As previously reported in the current report on Form 8-K filed April 20, 2012, Irl F. Engelhardt resigned from the Board of Directors on April 19, 2012.

2. The proposal to ratify the appointment of Ernst & Young LLP as the Company's independent auditors for 2012 was approved based on the following votes:

For: 498,108,030  
Against: 3,899,562  
Abstain: 607,668  
Broker Non Votes: 0

3. The proposal relating to the advisory vote on executive compensation was approved based on the following votes:

For: 424,655,531  
Against: 5,034,528  
Abstain: 1,139,273  
Broker Non Votes: 71,785,927

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**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

*May 21, 2012*

The Williams Companies, Inc.

*By: /s/ Sarah C. Miller*

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*Name: Sarah C. Miller*

*Title: Assistant General Counsel and Corporate Secretary*