

WILLIAMS COMPANIES INC  
Form 8-K  
November 08, 2011

**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): November 7, 2011**

**The Williams Companies, Inc.**

**(Exact name of registrant as specified in its charter)**

**Delaware**  
**(State or Other Jurisdiction**  
  
**of Incorporation)**

**1-4174**  
**(Commission**  
  
**File Number)**

**73-0569878**  
**(I.R.S. Employer**  
  
**Identification No.)**

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**One Williams Center, Tulsa, Oklahoma**  
**(Address of Principal Executive Offices)**

**Registrant's Telephone Number, Including Area Code: 918-573-2000**

**74172**  
**(Zip Code)**

Check the appropriate box below if the Form 8-K 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))

**Item 8.01. Other Events.**

**Cash Tender Offer**

On November 7, 2011, The Williams Companies, Inc. ( Williams ) issued a press release announcing that it has commenced a cash tender offer for certain of its outstanding debt securities for an aggregate purchase price of up to \$1.0 billion. A copy of the press release is attached hereto as Exhibit 99.1 and is incorporated herein by reference.

**WPX Energy, Inc. Senior Notes Offering**

On November 7, 2011, Williams issued a press release announcing that its wholly owned subsidiary, WPX Energy, Inc. ( WPX ), intends to offer, pursuant to an exemption from registration under the Securities Act of 1933, as amended, \$1.5 billion in aggregate principal amount of senior notes in two series to certain institutional investors. A copy of the press release is attached hereto as Exhibit 99.2 and is incorporated herein by reference.

Also on November 7, 2011, Williams issued a press release announcing that WPX has priced its offering of \$400 million in aggregate principal amount of 5.250% Senior Notes due 2017 and \$1.1 billion in aggregate principal amount of 6.000% Senior Notes due 2022. The offering of the notes is expected to close on November 14, 2011, subject to certain closing conditions. A copy of the press release is attached hereto as Exhibit 99.3 and is incorporated herein by reference.

**Item 9.01. Financial Statements and Exhibits.**

(d) *Exhibits.*

<b>Exhibit No.</b>	<b>Description</b>
99.1	Press Release, dated November 7, 2011.
99.2	Press Release, dated November 7, 2011.
99.3	Press Release, dated November 7, 2011.

**SIGNATURE**

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.

THE WILLIAMS COMPANIES, INC.

/s/ Lorna R. Simms

Name: Lorna R. Simms

Title: Assistant Corporate Secretary

DATED: November 7, 2011

**EXHIBIT INDEX**

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