

WILLIAMS COMPANIES INC  
Form 8-K  
July 14, 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): July 14, 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)

74172  
(Zip Code)

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

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**

On July 14, 2011, The Williams Companies, Inc. (the Company ) announced that it has made a revised proposal to the Special Committee of the Board of Directors of Southern Union Company ( Southern Union ) to acquire all of Southern Union s outstanding common stock for \$44.00 per share in cash.

Attached hereto as Exhibit 99.1 and incorporated herein by reference is the press release issued by the Company regarding the revised acquisition proposal.

Attached hereto as Exhibit 99.2 and incorporated herein by reference is the form of Agreement and Plan of Merger by and among the Company, Williams Merger Subsidiary, Inc. and Southern Union, delivered to Southern Union in connection with the revised acquisition proposal.

**Item 9.01. Financial Statements and Exhibits**

(d) Exhibits

| <b>Exhibit No.</b> | <b>Description</b>   |
|--------------------|--|
| 99.1               | Press Release of The Williams Companies, Inc., dated July 14, 2011.  |
| 99.2               | Form of Agreement and Plan of Merger by and among The Williams Companies, Inc., Williams Merger Subsidiary, Inc. and Southern Union Company. |

**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.

By: /s/ Sarah C. Miller  
Sarah C. Miller  
Assistant Secretary

DATED: July 14, 2011

**EXHIBIT INDEX**

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