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WILLIAMS COMPANIES INC Form 8-K April 01, 2002

> 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): March 29, 2002

The Williams Companies, Inc. ______(Exact name of registrant as specified in its charter)

Delaware 1-4174 73-0569878 (State or other (Commission (I.R.S. Employer jurisdiction of File Number) Identification No.) incorporation)

One Williams Center, Tulsa, Oklahoma74172(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)

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Item 5. Other Events.

On March 29, 2002, The Williams Companies, Inc. (NYSE:WMB) announced it had paid \$753 million related to Williams Communications Group, Inc.'s

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(NYSE:WCGR) purchase of certain telecommunications facilities that WCGR had been leasing. In return, Williams will receive an instrument of unsecured debt from WCG in the same amount.

Item 7. Financial Statements and Exhibits.

Williams files the following exhibit as part of this report:

Exhibit 99.1 Copy of Williams' press release dated March 29, 2002, publicly announcing the matters reported herein.

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

THE WILLIAMS COMPANIES, INC.

Date: April 1, 2002

/s/ Suzanne H. Costin

Name: Suzanne H. Costin Title: Corporate Secretary

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INDEX TO EXHIBITS

EXHIBIT NUMBER DESCRIPTION

99.1 Copy of Williams' press release dated March 29, 2002, publicly announcing the matters reported herein.

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