

LYBARGER STANLEY A
Form 4
April 01, 2013

FORM 4

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN 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 *
LYBARGER STANLEY A

2. Issuer Name and Ticker or Trading Symbol
BOK FINANCIAL CORP ET AL
[BOKF]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
C/O FREDERIC DORWART, 124 E
FOURTH STREET

(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
03/28/2013

Director 10% Owner
 Officer (give title below) Other (specify below)
President & CEO

TULSA, OK 74103

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

(City) (State) (Zip)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| | | | | (A) or (D) | Price | | |
| | | | | Code V | Amount | | |
| Common Stock | 03/28/2013 | | M | 26,498 | A \$ 55.94 | 76,396 | D |
| Common Stock | 03/28/2013 | | F | 25,070 | D \$ 62.3 | 51,326 | D |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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(9-02)

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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transaction Code (Instr. 8) | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | | | | |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|------------------|-----------------|--------------|----------------------------|
| | | | | Code | V | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| 2005 Stock Options | \$ 47.05 | 03/28/2013 | | M | | | 11,196 | (1) | (2) | Common Stock | 11,196 |
| Phantom Stock | (3) | 03/28/2013 | | A | | | 11,196 | (4)(6) | (4)(6) | Common Stock | 11,196 |
| Phantom Stock | (3) | 03/28/2013 | | D | | | 8,456 | (4)(6) | (4)(6) | Common Stock | 8,456 |
| 2006 Stock Options | \$ 54.33 | 03/28/2013 | | M | | | 17,439 | (1) | (2) | Common Stock | 17,439 |
| Phantom Stock | (3) | 03/28/2013 | | A | | | 17,439 | (5)(6) | (5)(6) | Common Stock | 17,439 |
| Phantom Stock | (3) | 03/28/2013 | | D | | | 15,209 | (5)(6) | (5)(6) | Common Stock | 15,209 |
| Phantom Stock | (3) | 03/28/2013 | | D | | | 4,970 | (7) | (7) | Common Stock | 4,970 |
| 2010 Stock Options | \$ 55.94 | 03/28/2013 | | M | | | 26,498 | (1) | (2) | Common Stock | 26,498 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|-----------------|-------|
| | Director | 10% Owner | Officer | Other |
| LYBARGER STANLEY A C/O FREDERIC DORWART 124 E FOURTH STREET TULSA, OK 74103 | X | | President & CEO | |

Signatures

/s/ Frederic Dorwart, Power of Attorney

04/01/2013

**Signature of Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 4(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) For options granted in any one year, one-seventh of the options of such grant vest and become exercisable on the grant date of the anniversary each year commencing on the first anniversary after the grant.
- (2) Options expire 3 years after vesting.
- (3) Each share of Phantom Stock represents a right to receive one share of Common Stock, or at the Company's election, the cash value thereof.
- (4) The reporting person elected to defer receipt of 11,196 shares of common stock issuable upon the exercise of stock options. 8,456 of the deferred shares were used to pay the exercise price and taxes on the options.
- (5) The reporting person elected to defer receipt of 17,439 shares of common stock issuable upon the exercise of stock options. 15,209 of the deferred shares were used to pay the exercise price and taxes on the options.
- (6) The Phantom Stock becomes payable upon the reporting person's termination of employment with the company.
- (7) The reporting person elected to diversify the 4,970 shares of BOKF phantom stock remaining after payment of the exercise price and taxes to alternative investments.

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.