

LYBARGER STANLEY A
Form 4
August 09, 2012

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)
08/07/2012

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 Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | | (A) or (D) | Price | | |
| | | | | Code | V | Amount | |

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

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SEC 1474
(9-02)

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

| 1. Title of Derivative | 2. Conversion | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if | 4. Transaction | 5. Number of Derivative | 6. Date Exercisable and Expiration Date | 7. Title and Amount of Underlying Securities |
|------------------------|---------------|--------------------------------------|-------------------------------|----------------|-------------------------|---|--|
|------------------------|---------------|--------------------------------------|-------------------------------|----------------|-------------------------|---|--|

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| Security (Instr. 3) | or Exercise Price of Derivative Security | any (Month/Day/Year) | Code (Instr. 8) | Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | (Month/Day/Year) | (Instr. 3 and 4) | | | | |
|---------------------|--|----------------------|-----------------|---|------------------|------------------|------------------|-----------------|---------------|----------------------------|
| | | | Code | V | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| 2004 Stock Options | \$ 47.34 | 08/07/2012 | M | | 30,166 | | (1) | (2) | Common Stock | 30,166 |
| Phantom Stock | \$ 58.92 | 08/07/2012 | A | | 30,166 | | (3) | (3) | Phantom Stock | 30,166 |
| Phantom Stock | \$ 58.92 | 08/07/2012 | D | | 30,166 | | (3) | (3) | Phantom Stock | 30,166 |
| 2006 Stock Options | \$ 54.33 | 08/07/2012 | M | | 22,460 | | (1) | (2) | Common Stock | 22,460 |
| Phantom Stock | \$ 58.92 | 08/07/2012 | A | | 22,460 | | (4) | (4) | Phantom Stock | 22,460 |
| Phantom Stock | \$ 58.92 | 08/07/2012 | D | | 22,460 | | (4) | (4) | Phantom Stock | 22,460 |
| Phantom Stock | \$ 58.92 | 08/07/2012 | D | | 15,445 | | (5) | (5) | Phantom Stock | 15,445 |

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

Frederic Dorwart 08/09/2012

**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.

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- The reporting person elected to defer receipt of 30,166 shares of common stock issuable upon the exercise of stock options. 24,239 of the
- (3) deferred shares were used to pay the exercise price and taxes on the options. The reporting person elected to diversify the 5,927 shares of BOKF phantom stock remaining after payment of the exercise price and taxes to alternative investments.
- The reporting person elected to defer receipt of 22,460 shares of common stock issuable upon the exercise of stock options. 20,712 of the
- (4) deferred shares were used to pay the exercise price and taxes on the options. The reporting person elected to diversify the 1,748 shares of BOKF phantom stock remaining after payment of the exercise price and taxes to alternative investments.
- (5) The reporting person elected to diversify 15,445 shares of BOKF phantom stock which were acquired upon deferral of common stock as reported on Form 4 filed with the Securities and Exchange Commission on July 5, 2012.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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