## Edgar Filing: LYBARGER STANLEY A - Form 4

LYBARGER ST. Form 4	ANLEY A										
December 15, 20	09										
FORM 4			CECU	DIFIEG				T	PPROVAL		
Washington, D.C. 20549							COMMISSION	N OMB Number:	3235-0287		
if no longer subject to								Expires:	January 31, 2005		
Section 16. Form 4 or	SECURITIES Estimated average burden hours per								urs per		
Form 5 obligations may continue. See Instruction 1(b).	Section 17(	a) of the 1	Public U	Jtility Ho	lding Coi		nge Act of 1934, of 1935 or Section 1940				
(Print or Type Respo	nses)										
1. Name and Address of Reporting Person <u>*</u> LYBARGER STANLEY A			2. Issuer Name <b>and</b> Ticker or Trading Symbol			5. Relationship of Reporting Person(s) to Issuer					
•					NCIAL CORP ET AL (Check			eck all applicabl	k all applicable)		
			3. Date of Earliest Transaction (Month/Day/Year)			X_ Director 10% Owner X_ Officer (give title Other (specify below) below)					
C/O FREDERIC FOURTH STRE		Г, 124 Е	12/14/2	2009			below) Pre	esident and CEC	)		
(Street) 4. If Amendment, Date Origina Filed(Month/Day/Year)					ıl	<ul> <li>6. Individual or Joint/Group Filing(Check Applicable Line)</li> <li>_X_ Form filed by One Reporting Person</li> <li> Form filed by More than One Reporting</li> </ul>					
TULSA, OK 741	103						Person		eporting		
(City)	(State)	(Zip)	Tab	ole I - Non-	Derivative	Securities A	Acquired, Disposed	of, or Beneficia	lly Owned		
	ansaction Date nth/Day/Year)	Execution any	Date, if	Code	4. Securit onAcquired Disposed	(A) or of (D)	5. Amount of Securities Beneficially	<ul><li>6. Ownership</li><li>Form: Direct</li><li>(D) or Indirect</li></ul>			
		(Month/Da	ay/Year)	(Instr. 8)	(Instr. 3,	4 and 5)	Owned Following Reported	(I) (Instr. 4)	Ownership (Instr. 4)		
						(A) or	Transaction(s)				
				Code V	Amount	(D) Price	(Instr. 3 and 4)				
Reminder: Report on	n a separate line	for each cl	ass of sec	urities bene	eficially ow	ned directly	or indirectly.				
					inforr requi	nation cont red to resp ays a curre	spond to the colle tained in this form ond unless the fo ntly valid OMB co	n are not rm	SEC 1474 (9-02)		
	Tabl					posed of, or convertible	Beneficially Owned securities)	1			

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

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Security (Instr. 3)	or Exercise Price of Derivative Security		any (Month/Day/Year)	Code (Instr.		Securities (A) or Disp (D) (Instr. 3, 4	sposed of	(Month/Day/	Year)	(Instr. 3 and 4	4)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
2005 Stock Options	\$ 47.34	12/14/2009		М			21,618	<u>(1)</u>	(2)	Common Stock	21,618
Phantom Stock	\$ 47.66	12/14/2009		А		21,618		(3)	(3)	Phantom Stock	21,618
Phantom Stock	\$ 47.66	12/14/2009		D			21,618	(3)	(3)	Phantom Stock	21,618

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## **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	Х		President and CEO				

# Signatures

Reporting Person

Frederic	12/15/2009		
Dorwart	12/15/2009		
<u>**</u> Signature of	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) The reporting person elected to defer receipt of 146 shares of common stock issuable upon the exercise of his options, resulting in the accrual to his account of 21,618 shares of phantom stock of which 21,472 of those shares were used to pay for the exercise price. The stock expires upon the termination of the Deferred Compensation Agreement which remains in effect until the reporting persons

retirement or the agreement is otherwise terminated.

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.