LYBARGER STANLEY A
Form 4
December 21, 2012

FORM 4

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

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

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).

(Print or Type Responses)

1. Name and Address of Reporting Person *
LYBARGER STANLEY A

(Last) (First) (Middle)

C/O FREDERIC DORWART, 124 E FOURTH STREET

(Street)

TULSA, OK 74103

(City) (State) (Zip)

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

3. Date of Earliest Transaction (Month/Day/Year)
12/20/2012

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

5. Relationship of Reporting Person(s) to Issuer
(Check all applicable)
__X__ Director _____ 10% Owner
__X__ Officer (give title below) _____ Other (specify below)
President & CEO

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

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)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	12/20/2012		S		27,853	D	$ 55.2257 (1) (2)	17,058	D	
Common Stock	12/20/2012		S		13,000	D	$ 55.0616 (1) (3)	1,730	I	Marcia Lybarger Living Trust
Common Stock	12/21/2012		S		1,612	D	$ 55.1081 (1) (4)	15,446	D	

Common Stock	12/21/2012		S	1,730	D	$ 55.0728 (1) (5)	0		I	Marcia Lybarger Living Trust

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

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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)		8. Pr Deri Secu (Inst
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Phantom Stock	(8)	12/20/2012		A		40,853		(9)	(9)	Common Stock	40,853	55. (1
Phantom Stock	(8)	12/21/2012		A		3,342		(9)	(9)	Common Stock	3,342	55. (1

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	12/21/2012
**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)	The reporting person undertakes to provide to BOK Financial Corporation, any security holder of BOK Financial Corporation, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold and acquired at each separate price within the ranges set forth in footnotes (2), (3), (4), (5), (6), and (7) to this Form 4.
(2)	The price reported in Column 4 is a weighted price. The shares were sold in multiple transactions at prices ranging from $55.00 to $55.59, inclusive.
(3)	The price reported in Column 4 is a weighted price. The shares were sold in multiple transactions at prices ranging from $55.00 to 55.21, inclusive.
(4)	The price reported in Column 4 is a weighted price. The shares were sold in multiple transactions at prices ranging from $55.10 to 55.14, inclusive.
(5)	The price reported in Column 4 is a weighted price. The shares were sold in multiple transactions at prices ranging from $55.05 to 55.12, inclusive.
(6)	The price reported in Column 4 is a weighted price. The shares were purchased in multiple transactions at prices ranging from $55.00 to $55.59, inclusive.
(7)	The price reported in Column 4 is a weighted price. The shares were purchased in multiple transactions at prices ranging from $55.05 to 55.14, inclusive.
(8)	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.
(9)	The Phantom Stock becomes payable upon the reporting person's termination of employment with the company.

Remarks:

This Form 4 details transactions pursuant to which Mr. Lybarger simultaneously (i) sold 44,195 shares of BOK Financial Corp

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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