WILLIAMS S MILLER

Form 4 May 14, 2012

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

OMB APPROVAL

Number: 3235-0287

Expires: January 31, 2005

Estimated average burden hours per response... 0.5

Check this box if no longer subject to Section 16. Form 4 or Form 5

obligations

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

may continue.

See Instruction

30(h) of the Investment Company Act of 1940

1(b).

Common

Stock

05/10/2012

(Print or Type Responses)

1. Name and Address of Reporting Person * WILLIAMS S MILLER (Last) (First) (Middle) 4400 POST OAK PARKWAY, SUITE 1000			Symbol		Ticker or Trading	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
			Willbros	s Group, I	nc.\NEW\ [WG]						
			3. Date of	Earliest Tra	ansaction						
			(Month/D	ay/Year)		_X_ Director 10% Owner Officer (give title below) Other (specify below)					
			05/10/20)12							
	SCIIL 1000										
(Street)			4. If Amer	ndment, Da	te Original	6. Individual or Joint/Group Filing(Check					
				Filed(Mon	th/Day/Year)		Applicable Line)				
							X Form filed by One Reporting Person Form filed by More than One Reporting Person				
HOUSTON, TX 77027											
(City) (State) (Zip)				Table	e I - Non-D	erivative Securities Acq	quired, Disposed of, or Beneficially Owned				
	1.Title of Security	2. Transaction Dat (Month/Day/Year)		emed on Date, if	3.	4. Securities Acquired on(A) or Disposed of	5. Amount of Securities	6. Ownership Form: Direct	7. Nature of Indirect		
	(Instr. 3) Executive any		on Date, n	Code	(D)	Beneficially	(D) or	Beneficial			
	(111541. 5)		•	/Day/Year)	(Instr. 8)	(Instr. 3, 4 and 5)	Owned	Indirect (I)	Ownership		
			(111111	,	(,	Following	(Instr. 4)	(Instr. 4)		
						445	Reported	,			
						(A)	Transaction(s)				
						٥r					

Code V

S

Amount (D)

5,000

Price

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

SEC 1474

(9-02)

(Instr. 3 and 4)

D

8,371

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

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1. Title of	2.	3. Transaction Date		4.	5.	6. Date Exerc		7. Title a		8. Price of	9. Nu
Derivative Security (Instr. 3)	Conversion or Exercise Price of Derivative Security	(Month/Day/Year)	Execution Date, if any (Month/Day/Year)	Transactic Code (Instr. 8)	onNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)			Amount Underlyi Securitie (Instr. 3	ing es	Derivative Security (Instr. 5)	Deriv Secur Bene Own Follo Repo Trans (Instr
				Code V	(A) (D)	Date Exercisable	Expiration Date	or Title N of	umber		

Reporting Owners

Reporting Owner Name / Address

Director 10% Owner Officer Other

WILLIAMS S MILLER
4400 POST OAK PARKWAY, SUITE 1000 X
HOUSTON, TX 77027

Signatures

Lori Pinder, Attorney-in-Fact for S. Miller Williams

05/14/2012

**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).

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.

Reporting Owners 2