

BOK FINANCIAL CORP ET AL
Form 5
February 17, 2006

FORM 5

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

Check this box if
no longer subject
to Section 16.
Form 4 or Form
5 obligations
may continue.
See Instruction
1(b).
Form 3 Holdings
Reported
Form 4
Transactions
Reported

**ANNUAL 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

OMB
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2005
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1. Name and Address of Reporting Person *
NELL STEVEN E

(Last) (First) (Middle)

C/O FREDERIC DORWART,Â 124
E FOURTH STREET

(Street)

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

3. Statement of Issuer's Fiscal Year Ended
(Month/Day/Year)
12/31/2005

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

☐ Director ☐ 10% Owner
☒ Officer (give title below) ☐ Other (specify below)
Exec. VP and CFO

6. Individual or Joint/Group Reporting

(check applicable line)

TULSA,Â OKÂ 74103

(City) (State) (Zip)

☒ 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 at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)
Common Stock	12/31/2005	Â	J ⁽⁵⁾	3 A \$ ⁽⁵⁾ 5,875 ⁽⁶⁾	D	Â	

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

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contained in this form are not required to respond unless
the form displays a currently valid OMB control number.**

SEC 2270
(9-02)

**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 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 Deriv Secur (Inst
					(A) (D)	Date Exercisable Expiration Date	Title	Amount or Number of Shares
Stock Options	Â	Â	Â	Â	Â Â	Â (2) Â (3)	Common Stock	22,924 (4)
Restricted Stock	Â	Â	Â	Â	Â Â	Â (7) Â (7)	Common Stock	2,782

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
NELL STEVEN E C/O FREDERIC DORWART 124 E FOURTH STREET TULSA,Â OKÂ 74103	Â	Â	Â Exec. VP and CFO	Â

Signatures

Frederic
Dorwart
02/16/2006

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 exercise price varies depending on the grant date.
- (2) 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.
- (3) Options expire 3 years after vesting.
- Mr. Nell owns the following exercisable stock options: 1996 - 815 shares 1997 - 1583 shares 1998 - 2236 shares 1999 - 2894 shares 2000 - 3859 shares 2001 - 4683 shares 2003 - 3637 shares (1/3/03 grant date) 2003 - 745 shares (12/2/03 grant date) 2003 - 985 shares (12/23/03 grant date) 2004 - 1507 shares
- (4) - 3859 shares 2001 - 4683 shares 2003 - 3637 shares (1/3/03 grant date) 2003 - 745 shares (12/2/03 grant date) 2003 - 985 shares (12/23/03 grant date) 2004 - 1507 shares
- (5) Related to BOK Thrift Plan for which employees own investment units that hold BOKF common stock.
- (6) These shares represent 5542 direct shares and 333 shares related to the BOK Thrift Plan.
- (7) Represents restricted stock which vests 5 years from the date of grant and is subject to forfeiture upon termination of employment.

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

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