

BOK FINANCIAL CORP ET AL
 Form 5
 February 17, 2006

FORM 5

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

OMB APPROVAL

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 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

1. Name and Address of Reporting Person *
 ULRICH JAMES F

(Last) (First) (Middle)

C/O FREDERIC DORWART
 LAWYERS, 124 E FOURTH ST

(Street)

TULSA, OK 74103

(City) (State) (Zip)

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

3. Statement for 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)
 Chairman/CEO-BankofAlbuquerque

6. Individual or Joint/Group Reporting

(check applicable line)

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 | ^ | J ⁽¹⁾ | 1,754 D \$ ⁽¹⁾ 9,280 ⁽²⁾ | D | ^ | |
| Common Stock | ^ | ^ | ^ | ^ ^ ^ 2,771 | I | James and Trisa Ulrich | |
| Common Stock | ^ | ^ | ^ | ^ ^ ^ 1,003 | I | Trisa Ulrich | |

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- (2) These shares represent 9256 direct shares and 24 shares related to the BOK Thrift Plan.
- (3) The exercise price varies depending on the grant date.
- (4) 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.
- (5) Options expire 3 years after vesting.

Mr. Ulrich owns the following exercisable stock options: 1996 - 1086 shares 1997 - 1757 shares 1998 - 2486 shares 1999 - 2412 shares

- (6) 2000 - 2412 shares 2001 - 2342 shares 2003 - 1515 shares (1/3/03 grant date) 2003 - 828 shares (12/2/03 grant date) 2003 - 804 shares (12/23/03 grant date) 2004 - 1395 shares

- (7) Represents restricted stock which vests 5 years from the grant date and is subject to forfeiture upon termination of employment.

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