

ONEOK INC /NEW/
Form 4
June 16, 2005

FORM 4

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person *			2. Issuer Name and Ticker or Trading Symbol	5. Relationship of Reporting Person(s) to Issuer
KNEALE JAMES C			ONEOK INC /NEW/ [OKE]	(Check all applicable)
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year)	<input type="checkbox"/> Director <input checked="" type="checkbox"/> Officer (give title below) Exec. VP - Finance & Admin and / Exec. VP - Finance & Admin and <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Other (specify below)
100 WEST FIFTH STREET			06/14/2005	
(Street)			4. If Amendment, Date Original Filed(Month/Day/Year)	6. Individual or Joint/Group Filing(Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person
(City)	(State)	(Zip)		
TULSA, OK	74013			

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, par value \$0.01	06/14/2005		M		2,934	A	\$ 26.31
Common Stock, par value \$0.01	06/14/2005		F		2,420	D	\$ 31.8876
Common Stock, par value	06/14/2005		F		221	D	\$ 31.8876

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\$0.01							
Common Stock, par value	06/14/2005	M	6,103	A	\$ 22.68	54,363	D
\$0.01							
Common Stock, par value	06/14/2005	F	4,340	D	\$ 31.8876	50,023	D
\$0.01							
Common Stock, par value	06/14/2005	F	759	D	\$ 31.8876	49,264	D
\$0.01							
Common Stock, par value	06/14/2005	M	7,514	A	\$ 22.68	56,778	D
\$0.01							
Common Stock, par value	06/14/2005	F	5,344	D	\$ 31.8876	51,434	D
\$0.01							
Common Stock, par value	06/14/2005	F	935	D	\$ 31.8876	50,499	D
\$0.01							
Common Stock, par value	06/14/2005	M	5,142	A	\$ 22.68	55,641	D
\$0.01							
Common Stock, par value	06/14/2005	F	3,657	D	\$ 31.8876	51,984	D
\$0.01							
Common Stock, par value	06/14/2005	F	639	D	\$ 31.8876	51,345	D
\$0.01							
Common Stock, par value	06/14/2005	M	2,571	A	\$ 22.68	53,916	D
\$0.01							
Common Stock, par value	06/14/2005	F	1,828	D	\$ 31.8876	52,088	D
\$0.01							

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Common Stock, par value \$.0.01	06/14/2005	F	319	D	\$ 31.8876	51,769	D	
Common Stock, par value \$.0.01	06/14/2005	M	7,515	A	\$ 22.68	59,284	D	
Common Stock, par value \$.0.01	06/14/2005	F	5,345	D	\$ 31.8876	53,939	D	
Common Stock, par value \$.0.01	06/14/2005	F	935	D	\$ 31.8876	53,004	D	
Common Stock, par value \$.0.01	06/14/2005	M	10,000	A	\$ 17.045	63,004	D	
Common Stock, par value \$.0.01	06/14/2005	F	5,345	D	\$ 31.8876	57,659	D	
Common Stock, par value \$.0.01	06/14/2005	F	2,006	D	\$ 31.8876	55,653	D	
Common Stock, par value \$.0.01	06/14/2005	M	17,750	A	\$ 22.31	73,403	D	
Common Stock, par value \$.0.01	06/14/2005	F	12,418	D	\$ 31.8876	60,985	D	
Common Stock, par value \$.0.01	06/14/2005	F	2,297	D	\$ 31.8876	58,688	D	
Common Stock, par value \$.0.01						13,561	I	Restricted
						3,821	I	

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Common Stock, par value \$.0.01							by Spouse <u>(1)</u>
Common Stock, par value \$.0.01				34,838	I		by Thrift Plan

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

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(9-02)

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 a Underlyi (Instr. 3)
				Code V (A) (D)	Date Exercisable	Expiration Date	Title
Non-Qualified Stock Option (right to buy)	\$ 17.045	06/14/2005		M	10,000	01/17/2003 ⁽²⁾ 01/17/2012	Comm Stock, p value \$.0.0
Non-Qualified Stock Option (right to buy)	\$ 22.31	06/14/2005		M	17,750	01/18/2002 ⁽³⁾ 01/18/2011	Comm Stock, p value \$.0.0
Non-Qualified Stock Option (right to buy)	\$ 22.68	06/14/2005		M	6,103	⁽⁴⁾ 10/15/2008	Comm Stock, p value \$.0.0
Non-Qualified Stock Option (right to buy)	\$ 22.68	06/14/2005		M	5,142	⁽⁴⁾ 10/21/2009	Comm Stock, p value \$.0.0
Non-Qualified Stock Option (right to buy)	\$ 22.68	06/14/2005		M	2,571	⁽⁴⁾ 10/21/2009	Comm Stock, p value \$.0.0

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Non-Qualified Stock Option (right to buy)	\$ 22.68	06/14/2005	M	7,514	<u>(4)</u>	01/17/2012	Comm Stock, P value \$0.0
Non-Qualified Stock Option (right to buy)	\$ 22.68	06/14/2005	M	7,515	<u>(4)</u>	01/17/2012	Comm Stock, P value \$0.0
Non-Qualified Stock Option (right to buy)	\$ 26.31	06/14/2005	M	2,934	<u>(4)</u>	10/16/2007	Comm Stock, P value \$0.0
Non-Qualified Stock Option (right to buy)	\$ 31.8876	06/14/2005	A	2,420	<u>(4)</u>	10/16/2007	Comm Stock, P value \$0.0
Non-Qualified Stock Option (right to buy)	\$ 31.8876	06/14/2005	A	4,340	<u>(4)</u>	10/15/2008	Comm Stock, P value \$0.0
Non-Qualified Stock Option (right to buy)	\$ 31.8876	06/14/2005	A	3,657	<u>(4)</u>	10/21/2009	Comm Stock, P value \$0.0
Non-Qualified Stock Option (right to buy)	\$ 31.8876	06/14/2005	A	1,828	<u>(4)</u>	10/21/2009	Comm Stock, P value \$0.0
Non-Qualified Stock Option (right to buy)	\$ 31.8876	06/14/2005	A	12,418	<u>(4)</u>	01/18/2011	Comm Stock, P value \$0.0
Non-Qualified Stock Option (right to buy)	\$ 31.8876	06/14/2005	A	5,344	<u>(4)</u>	01/17/2012	Comm Stock, P value \$0.0
Non-Qualified Stock Option (right to buy)	\$ 31.8876	06/14/2005	A	5,345	<u>(4)</u>	01/17/2012	Comm Stock, P value \$0.0
Non-Qualified Stock Option (right to buy)	\$ 31.8876	06/14/2005	A	5,345	<u>(4)</u>	01/17/2012	Comm Stock, P value \$0.0

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
KNEALE JAMES C 100 WEST FIFTH STREET TULSA, OK 74013			Exec. VP - Finance & Admin and	Exec. VP - Finance & Admin and

Signatures

By: Eric Grimshaw, Attorney in Fact For: James C.
Kneale

06/16/2005

__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 disclaims ownership of the shares indirectly owned by his spouse.
- (2) Annual option grant under the Issuer's Long-Term Incentive Plan. This option vests in four equal annual installments beginning 01/17/03.
- (3) Annual option grant under the Issuer's Long-Term Incentive Plan. This option vests in four equal annual installments beginning 01/18/02.
- (4) This is a reload option having the same terms as the original option and exercisable in six months from the date of grant.

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.