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ONEOK INC /NEW/ Form 8-K May 20, 2005

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

FORM 8-K

CURRENT REPORT

PURSUANT TO SECTION 13 OR 15(d) OF THE

SECURITIES EXCHANGE ACT OF 1934

(Date of report) May 20, 2005

(Date of earliest event

May 19, 2005

reported)

ONEOK, Inc.

(Exact name of registrant as specified in its charter)

Oklahoma 001-13643 73-1520922

(State or other jurisdiction (Commission (IRS Employer

of incorporation) File Number) Identification No.)

100 West Fifth Street; Tulsa, OK

(Address of principal executive offices)

74103

(Zip code)

(918) 588-7000

(Registrant's telephone number, including area code)

Not Applicable

(Former name or former address, if changed since last report)

- [] Written communication pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- [] Soliciting material pursuant to Rule 14a-12 under the Securities Act (17 CFR 240.14a-12)

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- [] Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- [] Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

<u>Item 1.01</u> <u>Entry into a Material Definitive Agreement</u>

On May 19, 2005, the shareholders of ONEOK, Inc. approved the (i) ONEOK, Inc. Equity Compensation Plan (Plan), and (ii) an amendment to the ONEOK, Inc. Employee Stock Purchase Plan (ESPP). A summary description of the Plan and the ESPP amendment were set forth in the 8-K filed February 23, 2005 and the documents were filed as exhibits thereto.

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SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned, hereunto duly authorized.

ONEOK, Inc.

Date: May 20, 2005 By: /s/ John R. Barker

John R. Barker

Senior Vice President

And General Counsel