

ONEOK INC /NEW/  
Form 4  
May 14, 2007

**FORM 4**

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

OMB APPROVAL

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

**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 \*  
**KNEALE JAMES C**

2. Issuer Name and Ticker or Trading Symbol  
**ONEOK INC /NEW/ [OKE]**

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)  
**100 W. FIFTH STREET**  
  
(Street)

3. Date of Earliest Transaction (Month/Day/Year)  
**05/10/2007**

\_\_\_\_ Director  
 Officer (give title below) \_\_\_\_\_ 10% Owner  
 Other (specify below)  
**President & COO / President & COO**

**TULSA, OK 74103**  
  
(City) (State) (Zip)

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

6. Individual or Joint/Group Filing(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 Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)
				(A) or (D)	Price		
Common Stock, par value \$0.01	05/10/2007		M	300	A \$ 38.64	90,273	D
Common Stock, par value \$0.01	05/10/2007		S	300	D \$ 50.09	89,973	D
Common Stock, par value \$0.01	05/10/2007		M	900	A \$ 38.64	90,873	D

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Common Stock, par value \$.0.01	05/10/2007	S	900	D	\$ 50.08	89,973	D
Common Stock, par value \$.0.01	05/10/2007	M	200	A	\$ 38.64	90,173	D
Common Stock, par value \$.0.01	05/10/2007	S	200	D	\$ 50.07	89,973	D
Common Stock, par value \$.0.01	05/10/2007	M	597	A	\$ 38.64	90,570	D
Common Stock, par value \$.0.01	05/10/2007	S	597	D	\$ 50.06	89,973	D
Common Stock, par value \$.0.01	05/10/2007	M	734	A	\$ 38.64	90,707	D
Common Stock, par value \$.0.01	05/10/2007	S	734	D	\$ 50.06	89,973	D
Common Stock, par value \$.0.01	05/10/2007	M	2,511	A	\$ 38.64	92,484	D
Common Stock, par value \$.0.01	05/10/2007	S	2,511	D	\$ 50.05	89,973	D
Common Stock, par value \$.0.01	05/10/2007	M	289	A	\$ 38.64	90,262	D
Common Stock, par value \$.0.01	05/10/2007	S	289	D	\$ 50.05	89,973	D
	05/10/2007	S		D	\$ 50.2	88,973	D

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Common Stock, par value \$.0.01 <sup>(1)</sup>	1,000 <u>(2)</u>			
Common Stock, par value \$.0.01		3,221	I	by Spouse <u>(3)</u>
Common Stock, par value \$.0.01		37,844	I	by Thrift Plan

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.**

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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 and Amount Underlying Security (Instr. 3 and 4)	Amount or Number of Shares	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	
Non-Qualified Stock Option (right to buy)	\$ 38.64	05/10/2007		M	300	04/10/2007 10/16/2007	Common Stock, par value \$.0.01	30	
Non-Qualified Stock Option (right to buy)	\$ 38.64	05/10/2007		M	900	04/10/2007 10/16/2007	Common Stock, par value \$.0.01	90	
Non-Qualified Stock Option (right to buy)	\$ 38.64	05/10/2007		M	200	04/10/2007 10/16/2007	Common Stock, par value \$.0.01	20	
	\$ 38.64	05/10/2007		M	597	04/10/2007 10/16/2007		59	

Option Type	Exercise Price	Grant Date	Expiration Date	Relationship	Shares	Acquisition Date	Expiration Date	Common Stock, par value	Quantity
Non-Qualified Stock Option (right to buy)								\$0.01	
Non-Qualified Stock Option (right to buy)	\$ 38.64	05/10/2007		M	734	04/10/2007	10/16/2007	\$0.01	734
Non-Qualified Stock Option (right to buy)	\$ 38.64	05/10/2007		M	2,511	04/10/2007	10/16/2007	\$0.01	2,511
Non-Qualified Stock Option (right to buy)	\$ 38.64	05/10/2007		M	289	04/10/2007	10/16/2007	\$0.01	289

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
KNEALE JAMES C 100 W. FIFTH STREET TULSA, OK 74103			President & COO	President & COO

## Signatures

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

05/14/2007

\_\_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 amount of securities beneficially owned following the reported transactions includes shares of common stock acquired under the ONEOK, Inc. Direct Stock Purchase and Dividend Reinvestment Plan as well as shares of common stock acquired pursuant to dividend reinvestment features of the ONEOK, Inc. Employee Stock Purchase Plan and the ONEOK, Inc. Thrift Plan which acquisitions are exempt under Rule 16a-11.

(2) Sale of directly-held ONEOK common stock under the terms of an SEC Rule 10b5-1 trading plan.

(3) The reporting person disclaims ownership of the shares indirectly owned by his spouse.

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

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