

ONEOK INC /NEW/
Form 4
July 14, 2005

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 *
COMBS SAMUEL III

(Last) (First) (Middle)

100 WEST FIFTH STREET

(Street)

TULSA, OK 74103

(City) (State) (Zip)

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

3. Date of Earliest Transaction
(Month/Day/Year)
07/12/2005

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)
President - ONEOK Distribution / President - ONEOK Distribution

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 or Disposed of (A) (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: Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(D)	Price
Common Stock, par value \$0.01	07/12/2005		M		2,619	A	\$ 22.185
					18,326		
Common Stock, par value \$0.01	07/12/2005		F		1,721	D	\$ 33.745
					16,605		
Common Stock, par value	07/12/2005		F		296	D	\$ 33.745
					16,309		

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\$0.01									
Common Stock, par value	07/12/2005	M	872	A	\$ 22.19	17,181	D		
\$0.01									
Common Stock, par value	07/12/2005	F	573	D	\$ 33.745	16,608	D		
\$0.01									
Common Stock, par value	07/12/2005	F	98	D	\$ 33.745	16,510	D		
\$0.01									
Common Stock, par value	07/12/2005	M	1,964	A	\$ 21.5313	18,474	D		
\$0.01									
Common Stock, par value	07/12/2005	F	1,253	D	\$ 33.745	17,221	D		
\$0.01									
Common Stock, par value	07/12/2005	F	235	D	\$ 33.745	16,986	D		
\$0.01									
Common Stock, par value	07/13/2005	<u>A⁽¹⁾</u>	1	A	\$ 34.06 <u>(1)</u>	16,987	D		
\$0.01									
Common Stock, par value						6,511	I		Restricted
\$0.01									
Common Stock, par value						24,679	I		by Thrift Plan
\$0.01									

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)

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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 Underlying (Instr. 3 and 4)	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title
Non-Qualified Stock Option (right to buy)	\$ 21.53	07/12/2005		M		(2) 10/10/2006	10/10/2006	Common Stock, par value \$.001
Non-Qualified Stock Option (right to buy)	\$ 22.185	07/12/2005		M		(2) 10/15/2008	10/15/2008	Common Stock, par value \$.001
Non-Qualified Stock Option (right to buy)	\$ 22.19	07/12/2005		M		(2) 07/02/2004(2) 10/15/2008	10/15/2008	Common Stock, par value \$.001
Non-Qualified Stock Option (right to buy)	\$ 33.745	07/12/2005		A	1,253	(2) 10/10/2006	10/10/2006	Common Stock, par value \$.001
Non-Qualified Stock Option (right to buy)	\$ 33.745	07/12/2005		A	1,721	(2) 10/15/2008	10/15/2008	Common Stock, par value \$.001
Non-Qualified Stock Option (right to buy)	\$ 33.745	07/12/2005		A	573	(2) 10/15/2008	10/15/2008	Common Stock, par value \$.001

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
COMBS SAMUEL III 100 WEST FIFTH STREET TULSA, OK 74103			President - ONEOK Distribution	President - ONEOK Distribution

Signatures

By: Eric Grimshaw, Attorney in Fact For: Samuel
Combs, III

07/14/2005

__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) Share acquired under Issuer's Employee Stock Award Program.

(2) 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.

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