

ONEOK INC /NEW/
Form 4
March 10, 2005

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

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 *
HOLBIRD J D

(Last) (First) (Middle)

100 WEST FIFTH STREET

(Street)

TULSA, OK 74013

(City) (State) (Zip)

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

3. Date of Earliest Transaction
(Month/Day/Year)
03/08/2005

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 Energy / President - ONEOK Energy

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)
			Code	V	Amount	(D)	Price
Common Stock, par value \$0.01	03/08/2005		M		1,978	A	\$ 20.51
					20,935		
Common Stock, par value \$0.01	03/08/2005		F		1,318	D	\$ 30.77
					19,617		
Common Stock, par value	03/08/2005		F		218	D	\$ 30.77
					19,399		

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\$0.01 Common Stock, par value \$0.01	03/08/2005	M	3,275	A	\$ 20.51	22,674	D
\$0.01 Common Stock, par value \$0.01	03/08/2005	F	2,182	D	\$ 30.77	20,492	D
\$0.01 Common Stock, par value \$0.01	03/08/2005	F	361	D	\$ 30.77	20,131	D
\$0.01 Common Stock, par value \$0.01	03/08/2005	M	6,250	A	\$ 17.045	26,381	D
\$0.01 Common Stock, par value \$0.01	03/08/2005	F	3,462	D	\$ 30.77	22,919	D
\$0.01 Common Stock, par value \$0.01	03/08/2005	F	922	D	\$ 30.77	21,997	D
\$0.01 Common Stock, par value \$0.01	03/08/2005	M	8,400	A	\$ 17.6094	30,397	D
\$0.01 Common Stock, par value \$0.01	03/08/2005	F	4,807	D	\$ 30.77	25,590	D
\$0.01 Common Stock, par value \$0.01	03/08/2005	F	1,189	D	\$ 30.77	24,401	D
\$0.01 Common Stock, par value \$0.01	03/08/2005	M	2,410	A	\$ 16.2032	26,811	D
\$0.01 Common Stock, par value \$0.01	03/08/2005	F	1,269	D	\$ 30.77	25,542	D

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Common Stock, par value \$.0.01	03/08/2005	F	377	D	\$ 30.77	25,165	D	
Common Stock, par value \$.0.01						6,449	I	Restricted
Common Stock, par value \$.0.01						79,164	I	by Thrift Plan

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

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SEC 1474
(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 An Underlying Sec (Instr. 3 and 4)	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title
Non-Qualified Stock Option (right to buy)	\$ 16.2	03/08/2005		M	2,410	<u>(1)</u> 10/16/2007	Common Stock, par value \$.0.01	
Non-Qualified Stock Option (right to buy)	\$ 17.045	03/08/2005		M	6,250	<u>(2)</u> 01/17/2012	Common Stock, par value \$.0.01	
Non-Qualified Stock Option (right to buy)	\$ 17.61	03/08/2005		M	8,400	<u>(3)</u> 10/15/2008	Common Stock, par value \$.0.01	
Non-Qualified Stock Option (right to buy)	\$ 20.51	03/08/2005		M	3,275	12/11/2003 10/10/2006	Common Stock, par value	

Non-Qualified Stock Option (right to buy)	\$ 20.51	03/08/2005	M	1,978	12/11/2003	10/21/2009	\$0.01 Common Stock, par value \$0.01
Non-Qualified Stock Option (right to buy)	\$ 30.77	03/08/2005	A	2,182	(4)	10/10/2006	\$0.01 Common Stock, par value \$0.01
Non-Qualified Stock Option (right to buy)	\$ 30.77	03/08/2005	A	1,269	(4)	10/16/2007	\$0.01 Common Stock, par value \$0.01
Non-Qualified Stock Option (right to buy)	\$ 30.77	03/08/2005	A	4,807	(4)	10/15/2008	\$0.01 Common Stock, par value \$0.01
Non-Qualified Stock Option (right to buy)	\$ 30.77	03/08/2005	A	1,318	(4)	10/21/2009	\$0.01 Common Stock, par value \$0.01
Non-Qualified Stock Option (right to buy)	\$ 30.77	03/08/2005	A	3,462	(4)	01/17/2012	\$0.01 Common Stock, par value \$0.01

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
HOLBIRD J D 100 WEST FIFTH STREET TULSA, OK 74013			President - ONEOK Energy	President - ONEOK Energy

Signatures

By: Eric Grimshaw, Attorney in Fact For: J. D.
Holbird

03/10/2005

__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) This option vested in full on 10/16/98, one year after the date of grant.

(2) Annual option grant under the Issuer's Long-Term Incentive Plan. This option vests in four equal annual installments beginning 01/17/03.

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- (3) This option vests in four equal annual installments beginning on October 15, 1999.
- (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.

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