

KYLE DAVID L
Form 4
January 26, 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 *
KYLE DAVID L

(Last) (First) (Middle)

ONEOK INC, 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)
01/25/2005

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)
Chairman of the Board & / Chairman of the Board &

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	01/25/2005		M		19,481	A	\$ 20.78
					165,616		
Common Stock, par value \$0.01	01/25/2005		F		14,696	D	\$ 27.545
					150,920		
Common Stock, par value	01/25/2005		F		1,583	D	\$ 27.545
					149,337		

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\$0.01							
Common Stock, par value	01/25/2005	M	14,923	A	\$ 20.885	164,260	D
\$0.01							
Common Stock, par value	01/25/2005	F	11,314	D	\$ 27.545	152,946	D
\$0.01							
Common Stock, par value	01/25/2005	F	1,194	D	\$ 27.545	151,752	D
\$0.01							
Common Stock, par value	01/25/2005	M	9,542	A	\$ 20.885	161,294	D
\$0.01							
Common Stock, par value	01/25/2005	F	7,234	D	\$ 27.545	154,060	D
\$0.01							
Common Stock, par value	01/25/2005	F	763	D	\$ 27.545	153,297	D
\$0.01							
Common Stock, par value	01/25/2005	M	6,212	A	\$ 20.885	159,509	D
\$0.01							
Common Stock, par value	01/25/2005	F	4,710	D	\$ 27.545	154,799	D
\$0.01							
Common Stock, par value	01/25/2005	F	497	D	\$ 27.545	154,302	D
\$0.01							
Common Stock, par value	01/25/2005	M	23,750	A	\$ 17.045	178,052	D
\$0.01							
Common Stock, par value	01/25/2005	F	14,696	D	\$ 27.545	163,356	D
\$0.01							

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Common Stock, par value \$.0.01	01/25/2005	F	2,996	D	\$ 27.545	160,360	D	
Common Stock, par value \$.0.01	01/25/2005	M	17,320	A	\$ 21.23	177,680	D	
Common Stock, par value \$.0.01	01/25/2005	F	13,351	D	\$ 27.545	164,329	D	
Common Stock, par value \$.0.01	01/25/2005	F	1,313	D	\$ 27.545	163,016	D	
Common Stock, par value \$.0.01	01/25/2005	M	6,110	A	\$ 21.23	169,126	D	
Common Stock, par value \$.0.01	01/25/2005	F	4,710	D	\$ 27.545	164,416	D	
Common Stock, par value \$.0.01	01/25/2005	F	463	D	\$ 27.545	163,953	D	
Common Stock, par value \$.0.01						53,283	I	Restricted <u>(1)</u>
Common Stock, par value \$.0.01						73,775	I	by Thrift Plan

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

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**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 of Underlying Security (Instr. 3 and 4)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	
Non-Qualified Stock Option (right to buy)	\$ 17.045	01/25/2005		M		23,750	01/17/2003 ⁽²⁾	01/17/2012	Common Stock, par value \$0.01
Non-Qualified Stock Option (right to buy)	\$ 20.78	01/25/2005		M		19,481	12/06/2003 ⁽³⁾	01/17/2012	Common Stock, par value \$0.01
Non-Qualified Stock Option (right to buy)	\$ 20.885	01/25/2005		M		9,542	⁽³⁾	10/16/2007	Common Stock, par value \$0.01
Non-Qualified Stock Option (right to buy)	\$ 20.885	01/25/2005		M		14,923	⁽³⁾	10/15/2008	Common Stock, par value \$0.01
Non-Qualified Stock Option (right to buy)	\$ 20.885	01/25/2005		M		6,212	⁽³⁾	10/21/2009	Common Stock, par value \$0.01
Non-Qualified Stock Option (right to buy)	\$ 21.23	01/25/2005		M		17,320	⁽³⁾	10/16/2007	Common Stock, par value \$0.01
Non-Qualified Stock Option (right to buy)	\$ 21.23	01/25/2005		M		6,110	⁽³⁾	10/21/2009	Common Stock, par value \$0.01
Non-Qualified Stock Option (right to buy)	\$ 27.545	01/25/2005		A		7,234	⁽³⁾	10/16/2007	Common Stock, par value \$0.01
Non-Qualified Stock Option (right to buy)	\$ 27.545	01/25/2005		A		13,351	⁽³⁾	10/16/2007	Common Stock, par value \$0.01
	\$ 27.545	01/25/2005		A		11,314	⁽³⁾	10/15/2008	

Option Type	Exercise Price	Grant Date	Exercise Type	Quantity	Expiration Date	Notes	Expiration Date	Comm. Stock, P. value
Non-Qualified Stock Option (right to buy)								\$0.00
Non-Qualified Stock Option (right to buy)	\$ 27.545	01/25/2005	A	4,710	(3)		10/21/2009	\$0.00
Non-Qualified Stock Option (right to buy)	\$ 27.545	01/25/2005	A	4,710	(3)		10/21/2009	\$0.00
Non-Qualified Stock Option (right to buy)	\$ 27.545	01/25/2005	A	14,696	(3)		01/17/2012	\$0.00
Non-Qualified Stock Option (right to buy)	\$ 27.545	01/25/2005	A	14,696	(3)		01/17/2012	\$0.00

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
KYLE DAVID L ONEOK INC 100 WEST FIFTH STREET TULSA, OK 74103	X		Chairman of the Board &	Chairman of the Board &

Signatures

By: Eric Grimshaw, Attorney in Fact For: David L. Kyle
01/26/2005

**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).

- Restricted stock awarded under the Issuer's Long-Term Incentive Plan. Restricted stock awards vest in full 36 months from the date of
- (1) grant or the participant is vested as to the number of whole months that have elapsed during the restricted period at the date of the participant's retirement, disability or death.
 - (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) 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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