

KNEALE JAMES C
Form 4
November 09, 2009

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 *
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)
11/06/2009

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
President

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)		
			Code	V	Amount	(D)	Price		
Common Stock, par value \$0.01	11/06/2009		M		9,958	A	\$ 16.88	139,955	D
Common Stock, par value \$0.01	11/06/2009		S		9,958	D	\$ 37.62	129,997	D
Common Stock, par value \$0.01	11/06/2009		M		400	A	\$ 16.88	130,397	D

Edgar Filing: KNEALE JAMES C - Form 4

Common Stock, par value \$.0.01	11/06/2009	S	400	D	\$ 37.63	129,997	D
Common Stock, par value \$.0.01	11/06/2009	M	2,142	A	\$ 16.88	132,139	D
Common Stock, par value \$.0.01	11/06/2009	S	2,142	D	\$ 37.67	129,997	D
Common Stock, par value \$.0.01	11/06/2009	M	100	A	\$ 33.325	130,097	D
Common Stock, par value \$.0.01	11/06/2009	S	100	D	\$ 37.63	129,997	D
Common Stock, par value \$.0.01	11/06/2009	M	1,800	A	\$ 33.325	131,797	D
Common Stock, par value \$.0.01	11/06/2009	S	1,800	D	\$ 37.64	129,997	D
Common Stock, par value \$.0.01	11/06/2009	M	1,600	A	\$ 33.325	131,597	D
Common Stock, par value \$.0.01	11/06/2009	S	1,600	D	\$ 37.65	129,997	D
Common Stock, par value \$.0.01	11/06/2009	M	200	A	\$ 33.325	130,197	D
Common Stock, par value \$.0.01	11/06/2009	S	200	D	\$ 37.66	129,997	D
	11/06/2009	M	1,158	A		131,155	D

Edgar Filing: KNEALE JAMES C - Form 4

Common Stock, par value \$0.01					\$	33.325		
Common Stock, par value \$0.01	11/06/2009		S	1,158	D	\$ 37.67	129,997	D
Common Stock, par value \$0.01							3,221	I by Spouse <u>(1)</u>
Common Stock, par value \$0.01							42,260	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.

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 Amount of Underlying Security (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount or Number of Shares
Non-Qualified Stock Option (right to buy)	\$ 16.88	11/06/2009		M	9,958 <u>(2)</u>	02/20/2004 02/20/2013	Common Stock, par value \$0.01 9,958
Non-Qualified Stock Option (right to buy)	\$ 16.88	11/06/2009		M	400 <u>(2)</u>	02/20/2004 02/20/2013	Common Stock, par value \$0.01 400
	\$ 16.88	11/06/2009		M		02/20/2004 02/20/2013	2,100

Edgar Filing: KNEALE JAMES C - Form 4

Non-Qualified Stock Option (right to buy)					2,142 <u>(2)</u>			Common Stock, par value \$0.01
Non-Qualified Stock Option (right to buy)	\$ 33.325	11/06/2009	M		100	<u>(3)</u>	01/17/2012	Common Stock, par value \$0.01
Non-Qualified Stock Option (right to buy)	\$ 33.325	11/06/2009	M		1,800	<u>(3)</u>	01/17/2012	Common Stock, par value \$0.01
Non-Qualified Stock Option (right to buy)	\$ 33.325	11/06/2009	M		1,600	<u>(3)</u>	01/17/2012	Common Stock, par value \$0.01
Non-Qualified Stock Option (right to buy)	\$ 33.325	11/06/2009	M		200	<u>(3)</u>	01/17/2012	Common Stock, par value \$0.01
Non-Qualified Stock Option (right to buy)	\$ 33.325	11/06/2009	M		1,158	<u>(3)</u>	01/17/2012	Common Stock, par value \$0.01

Reporting Owners

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

Signatures

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

11/09/2009

____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 reporting person disclaims ownership of the shares indirectly owned by his spouse.

(2) Annual option grant under the Issuer's Long-Term Incentive Plan. This option vests in three equal annual installments beginning 02/20/04.

(3) This is a reload option having the same terms as the original option and was exercisable six months from the date of grant.

Edgar Filing: KNEALE JAMES C - Form 4

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.
Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.