

KNEALE JAMES C
Form 4
October 11, 2006

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)

3. Date of Earliest Transaction (Month/Day/Year)
10/09/2006

____ Director _____ 10% Owner
 Officer (give title below) Other (specify below)
Exec. VP - Finance & Admin and / Exec. VP - Finance & Admin and

100 W. FIFTH STREET

(Street)

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

TULSA, OK 74103

(City) (State) (Zip)

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	(A) or (D)	Price
Common Stock, par value \$0.01	10/09/2006		M		2,014	A	\$ 33.325
Common Stock, par value \$0.01	10/09/2006		S		2,014	D	\$ 38.53
Common Stock, par value	10/10/2006		M		1,140	A	\$ 33.325
							84,411
							82,397
							83,537

Edgar Filing: KNEALE JAMES C - Form 4

\$0.01							
Common Stock, par value	10/10/2006	F	983	D	\$ 38.64	82,554	D
\$0.01							
Common Stock, par value	10/10/2006	F	51	D	\$ 38.64	82,503	D
\$0.01							
Common Stock, par value	10/10/2006	M	5,114	A	\$ 33.325	87,617	D
\$0.01							
Common Stock, par value	10/10/2006	F	4,410	D	\$ 38.64	83,207	D
\$0.01							
Common Stock, par value	10/10/2006	F	279	D	\$ 38.64	82,928	D
\$0.01							
Common Stock, par value	10/10/2006	M	5,114	A	\$ 33.325	88,042	D
\$0.01							
Common Stock, par value	10/10/2006	F	4,410	D	\$ 38.64	83,632	D
\$0.01							
Common Stock, par value	10/10/2006	F	230	D	\$ 38.64	83,402	D
\$0.01							
Common Stock, par value	10/10/2006	M	11,882	A	\$ 33.325	95,284	D
\$0.01							
Common Stock, par value	10/10/2006	F	10,247	D	\$ 38.64	85,037	D
\$0.01							
Common Stock, par value	10/10/2006	F	534	D	\$ 38.64	84,503	D
\$0.01							

Edgar Filing: KNEALE JAMES C - Form 4

Common Stock, par value \$.0.01	10/10/2006	M	336	A	\$ 33.325	84,839	D
Common Stock, par value \$.0.01	10/10/2006	F	289	D	\$ 38.64	84,550	D
Common Stock, par value \$.0.01	10/10/2006	F	15	D	\$ 38.64	84,535	D
Common Stock, par value \$.0.01	10/10/2006	M	1,748	A	\$ 33.325	86,283	D
Common Stock, par value \$.0.01	10/10/2006	F	1,507	D	\$ 38.64	84,776	D
Common Stock, par value \$.0.01	10/10/2006	F	78	D	\$ 38.64	84,698	D
Common Stock, par value \$.0.01	10/10/2006	M	2,714	A	\$ 33.325	87,412	D
Common Stock, par value \$.0.01	10/10/2006	F	2,340	D	\$ 38.64	85,072	D
Common Stock, par value \$.0.01	10/10/2006	F	122	D	\$ 38.64	84,950	D
Common Stock, par value \$.0.01	10/10/2006	M	14,895	A	\$ 33.325	99,845	D
Common Stock, par value \$.0.01	10/10/2006	F	12,846	D	\$ 38.64	86,999	D
	10/10/2006	F	669	D	\$ 38.64	86,330	D

Edgar Filing: KNEALE JAMES C - Form 4

Common
Stock, par
value
\$.0.01

Common
Stock, par
value
\$.0.01

Common
Stock, par
value
\$.0.01

Common
Stock, par
value
\$.0.01

Common
Stock, par
value
\$.0.01

10/10/2006

M

3,763

A

\$ 33.325 90,093

D

10/10/2006

F

3,245

D

\$ 38.64 86,848

D

10/10/2006

F

169

D

\$ 38.64 86,679

D

10/10/2006

M

5,114

A

\$ 33.325 91,793

D

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 Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned (Instr. 6)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
KNEALE JAMES C 100 W. FIFTH STREET TULSA, OK 74103			Exec. VP - Finance & Admin and	Exec. VP - Finance & Admin and

Signatures

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

10/11/2006

__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).

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.