

ONEOK INC /NEW/
Form 4
April 11, 2006

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 *
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

3. Date of Earliest Transaction (Month/Day/Year)
04/07/2006

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

(Street)
TULSA, OK 74103

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

(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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount or Price		
Common Stock, par value \$0.01	04/07/2006		M		5,078 A \$ 31.8876	79,635	D
Common Stock, par value \$0.01	04/07/2006		F		4,858 D \$ 33.325	74,777	D
Common Stock, par value	04/07/2006		F		86 D \$ 33.325	74,691	D

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\$0.01							
Common Stock, par value	04/07/2006	M	1,192	A	\$ 31.8876	75,883	D
\$0.01							
Common Stock, par value	04/07/2006	F	1,140	D	\$ 33.325	74,743	D
\$0.01							
Common Stock, par value	04/07/2006	F	20	D	\$ 33.325	74,723	D
\$0.01							
Common Stock, par value	04/07/2006	M	5,345	A	\$ 31.8876	80,068	D
\$0.01							
Common Stock, par value	04/07/2006	F	5,114	D	\$ 33.325	74,954	D
\$0.01							
Common Stock, par value	04/07/2006	F	91	D	\$ 33.325	74,863	D
\$0.01							
Common Stock, par value	04/07/2006	M	5,345	A	\$ 31.8876	80,208	D
\$0.01							
Common Stock, par value	04/07/2006	F	5,114	D	\$ 33.325	75,094	D
\$0.01							
Common Stock, par value	04/07/2006	F	91	D	\$ 33.325	75,003	D
\$0.01							
Common Stock, par value	04/07/2006	M	12,418	A	\$ 31.8876	87,421	D
\$0.01							
Common Stock, par value	04/07/2006	F	11,882	D	\$ 33.325	75,539	D
\$0.01							

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Common Stock, par value \$.0.01	04/07/2006	F	212	D	\$ 33.325	75,327	D
Common Stock, par value \$.0.01	04/07/2006	M	426	A	\$ 26.31	75,753	D
Common Stock, par value \$.0.01	04/07/2006	F	336	D	\$ 33.325	75,417	D
Common Stock, par value \$.0.01	04/07/2006	F	35	D	\$ 33.325	75,382	D
Common Stock, par value \$.0.01	04/07/2006	M	2,215	A	\$ 26.31	77,597	D
Common Stock, par value \$.0.01	04/07/2006	F	1,748	D	\$ 33.325	75,849	D
Common Stock, par value \$.0.01	04/07/2006	F	152	D	\$ 33.325	75,697	D
Common Stock, par value \$.0.01	04/07/2006	M	3,438	A	\$ 26.31	79,135	D
Common Stock, par value \$.0.01	04/07/2006	F	2,714	D	\$ 33.325	76,421	D
Common Stock, par value \$.0.01	04/07/2006	F	287	D	\$ 33.325	76,134	D
Common Stock, par value \$.0.01	04/07/2006	M	2,552	A	\$ 26.31	78,686	D
	04/07/2006	F	2,014	D	\$ 33.325	76,672	D

Common
Stock, par
value
\$.0.01

Common
Stock, par
value
\$.0.01

Common
Stock, par
value
\$.0.01

Common
Stock, par
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\$.0.01

Common
Stock, par
value
\$.0.01

04/07/2006	F	213	D	\$ 33.325	76,459	D
04/07/2006	M	18,867	A	\$ 26.31	95,326	D
04/07/2006	F	14,895	D	\$ 33.325	80,431	D
04/07/2006	F	1,576	D	\$ 33.325	78,855	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.

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(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 Following Reported Transaction (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

04/11/2006

__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.

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