

ONEOK INC /NEW/  
Form 4  
May 19, 2008

**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 \*  
**KYLE DAVID L**

(Last) (First) (Middle)  
**100 W. 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)  
**05/15/2008**

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**

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: Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(D)	Price
Common Stock, par value \$0.01	05/15/2008		A <sup>(1)</sup>		2,000	A	\$ 49.78
Common Stock, par value \$0.01	05/16/2008		S		100	D	\$ 50.44
Common Stock, par value \$0.01	05/16/2008		S		100	D	\$ 50.433

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Common Stock, par value \$.0.01	05/16/2008	S	701	D	\$ 50.43	280,253	D
Common Stock, par value \$.0.01	05/16/2008	S	1,104	D	\$ 50.42	279,149	D
Common Stock, par value \$.0.01	05/16/2008	S	1,802	D	\$ 50.41	277,347	D
Common Stock, par value \$.0.01	05/16/2008	S	756	D	\$ 50.4	276,591	D
Common Stock, par value \$.0.01	05/16/2008	S	200	D	\$ 50.395	276,391	D
Common Stock, par value \$.0.01	05/16/2008	S	1,100	D	\$ 50.39	275,291	D
Common Stock, par value \$.0.01	05/16/2008	S	1,200	D	\$ 50.38	274,091	D
Common Stock, par value \$.0.01	05/16/2008	S	701	D	\$ 50.37	273,390	D
Common Stock, par value \$.0.01	05/16/2008	S	500	D	\$ 50.36	272,890	D
Common Stock, par value \$.0.01	05/16/2008	S	1,400	D	\$ 50.35	271,490	D
Common Stock, par value \$.0.01	05/16/2008	S	100	D	\$ 50.3475	271,390	D
	05/16/2008	S	3,049	D	\$ 50.34	268,341	D

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Common Stock, par value \$.0.01							
Common Stock, par value \$.0.01	05/16/2008	S	800	D	\$ 50.335	267,541	D
Common Stock, par value \$.0.01	05/16/2008	S	947	D	\$ 50.33	266,594	D
Common Stock, par value \$.0.01	05/16/2008	S	200	D	\$ 50.325	266,394	D
Common Stock, par value \$.0.01	05/16/2008	S	2,011	D	\$ 50.32	264,383	D
Common Stock, par value \$.0.01	05/16/2008	S	100	D	\$ 50.317	264,283	D
Common Stock, par value \$.0.01	05/16/2008	S	100	D	\$ 50.315	264,183	D
Common Stock, par value \$.0.01	05/16/2008	S	2,700	D	\$ 50.31	261,483	D
Common Stock, par value \$.0.01	05/16/2008	S	100	D	\$ 50.305	261,383	D
Common Stock, par value \$.0.01	05/16/2008	S	895	D	\$ 50.3	260,488	D
Common Stock, par value \$.0.01	05/16/2008	S	400	D	\$ 50.29	260,088	D
	05/16/2008	S	100	D	\$ 50.285	259,988	D

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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

05/16/2008	S	100	D	\$ 50.28	259,888	D
05/16/2008	S	300	D	\$ 50.275	259,588	D
05/16/2008	S	780	D	\$ 50.27	258,808	D
05/16/2008	S	3,400	D	\$ 50.26	255,408	D

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 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
KYLE DAVID L 100 W. FIFTH STREET TULSA, OK 74103		X		Chairman of the Board

## Signatures

By: Eric Grimshaw, Attorney in Fact For: David L.  
Kyle

05/19/2008

\_\_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) Annual stock retainer under the ONEOK, Inc. Equity Compensation Plan which is exempt under Rule 16b-3.

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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