

HOLBIRD J D
Form 4
October 18, 2005

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 *
HOLBIRD J D

(Last) (First) (Middle)

100 WEST FIFTH STREET

(Street)

TULSA, OK 74013

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
ONEOK INC /NEW/ [OKE]

3. Date of Earliest Transaction (Month/Day/Year)
01/15/2004

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

___ Director ___ 10% Owner
__X__ Officer (give title below) __X__ Other (specify below)
President - ONEOK Energy / President - ONEOK Energy

6. Individual or Joint/Group Filing(Check Applicable Line)
__X__ 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 (A) or (D) Price		
Common Stock, par value \$0.01	10/15/2005		M		4,333 A \$ 29.52	42,616	D
Common Stock, par value \$0.01	10/15/2005		M		2,666 A \$ 29.52	45,282	D
Common Stock, par value	10/15/2005		M		4,333 A \$ 29.52	49,615	D

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\$0.01

Common Stock, par value	10/15/2005	M	5,333	A	\$ 29.52	54,948	D
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\$0.01

Common Stock, par value	10/15/2005	M	6,000	A	\$ 29.52	60,948	D
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\$0.01

Common Stock, par value	10/15/2005	F	1,986	D	\$ 19.52	58,962	D
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\$0.01

Common Stock, par value	10/15/2005	F	2,172	D	\$ 29.52	0	I	Restricted
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\$0.01

Common Stock, par value						80,583	I	by Thrift Plan
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\$0.01

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 Underlying Security (Instr. 3 and 4)	Amount or Number of Shares	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	
Performance Share Units	<u>(1)</u>	01/15/2004		A	4,333 <u>(2)</u>	<u>(1)</u>	01/15/2007	Common Stock, par value \$0.01	4,3
	<u>(1)</u>	10/15/2005		M		<u>(1)</u>	01/15/2007		4,3

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) Performance stock award under the Issuer's Long-Term Incentive Plan. By action of the ONEOK Board of Directors on 9-15-05, the performance period expired on 10-15-05. Award payable at 100% of original grant, 2/3 stock, 1/3 cash.
- (2) Clerical error of one share made on report of original transaction. Transaction amended to correct number in securities field.
- (3) Performance stock award under the Issuer's Long-Term Incentive Plan granted 2/20/03. By action of the ONEOK Board of Directors on 9-15-05, the performance period expired on 10-15-05.
- (4) Restricted stock award under the Issuer's Long-Term Incentive Plan. By action of the ONEOK Board of Directors on 9-15-05, the restricted period expired on 10-15-05. Award payable in 2/3 stock, 1/3 cash.

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.