

GABERINO JOHN A JR
Form 4
November 04, 2004

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 *
GABERINO JOHN A JR

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 WEST FIFTH STREET

3. Date of Earliest Transaction (Month/Day/Year)
11/03/2004

___ Director ___ 10% Owner
X Officer (give title below) _X_ Other (specify below)
Sr VP & General Counsel / Sr VP & General Counsel

(Street)
TULSA, OK 74013

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

6. Individual or Joint/Group Filing(Check Applicable Line)
X 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	(A) or (D)	Price	
Common Stock, par value \$0.01 (1)	11/03/2004		A(2)	1	A	\$ 27.02	1	D
Common Stock, par value \$0.01	11/03/2004		M	4,684	A	\$ 20.54	4,685	D
Common Stock, par value	11/03/2004		F	3,595	D	\$ 26.755	1,090	D

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\$0.01									
Common Stock, par value	11/03/2004		M	7,900	A	\$ 20.54	8,990	D	
\$0.01									
Common Stock, par value	11/03/2004		F	6,064	D	\$ 26.755	2,926	D	
\$0.01									
Common Stock, par value							10,744	I	Restricted
\$0.01									
Common Stock, par value							255	I	by Spouse
\$0.01									
Common Stock, par value							25,640	I	by Thrift Plan
\$0.01									
Common Stock, par value							22,445	I	by Trust
\$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 Underlying (Instr. 3 and 4)
				Code V (A) (D)		Date Exercisable Expiration Date	Title
	\$ 20.54	11/03/2004		M	7,900	12/12/2003 ⁽³⁾ 10/15/2008	

Option Type	Exercise Price	Grant Date	Exercise Date	Shares	Expiration Date	Par Value
Non-Qualified Stock Option (right to buy)						Common Stock, par value \$0.01
Non-Qualified Stock Option (right to buy)	\$ 20.54	11/03/2004	M	4,684	12/12/2003 ⁽³⁾	10/21/2009 Common Stock, par value \$0.01
Non-Qualified Stock Option (right to buy)	\$ 26.755	11/03/2004	A	6,064	⁽³⁾	10/15/2008 Common Stock, par value \$0.01
Non-Qualified Stock Option (right to buy)	\$ 26.755	11/03/2004	A	3,595	⁽³⁾	10/21/2009 Common Stock, par value \$0.01

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
GABERINO JOHN A JR 100 WEST FIFTH STREET TULSA, OK 74013			Sr VP & General Counsel	Sr VP & General Counsel

Signatures

By: Eric Grimshaw, Attorney in Fact For: John A. Gaberino

11/04/2004

__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).
- The amount of securities beneficially owned following the reported transactions includes shares of common stock acquired under the ONEOK, Inc. Direct Stock Purchase and Dividend Reinvestment Plan as well as shares of common stock acquired pursuant to dividend reinvestment features of the ONEOK, Inc. Employee Stock Purchase Plan and the ONEOK, Inc. Thrift Plan which acquisitions are exempt under Rule 16a-11.
- (1) Share acquired under Issuer's Employee Stock Award Program.
 - (2) This is a reload option having the same terms as the original option and exercisable in six months from the date of grant.

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.