

SWORDS SHERIDAN C

Form 3

May 31, 2018

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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 *

SWORDS SHERIDAN C

(Last) (First) (Middle)

100 W. FIFTH STREET

(Street)

TULSA, OK 74103

(City) (State) (Zip)

2. Date of Event Requiring Statement

(Month/Day/Year)

05/23/2018

3. Issuer Name and Ticker or Trading Symbol

ONEOK INC /NEW/ [OKE]

4. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

____ Director ____ 10% Owner
☒ Officer ____ Other
 (give title below) (specify below)
 SR VP NGL

5. 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

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)

2. Amount of Securities Beneficially Owned (Instr. 4)

3. Ownership Form:
 Direct (D)
 or Indirect (I)
 (Instr. 5)

4. Nature of Indirect Beneficial Ownership (Instr. 5)

Common Stock, par value \$.001

133,855.1518

D

A

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

SEC 1473 (7-02)

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Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)

2. Date Exercisable and Expiration Date (Month/Day/Year)

Date Exercisable

Expiration Date

3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)

Title

Amount or Number of

4. Conversion or Exercise Price of Derivative Security

5. Ownership Form of Derivative Security: Direct (D) or Indirect

6. Nature of Indirect Beneficial Ownership (Instr. 5)

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				Shares		(I) (Instr. 5)	
Deferred 2007 Performance Award	Â (1)	Â (1)	Common Stock, par value \$.001	4,034.3263	\$ (1)	D	Â
Deferred 2008 Performance Award	Â (2)	Â (2)	Common Stock, par value \$.001	15,980.3238	\$ (2)	D	Â
Deferred 2014 Performance Award	Â (3)	Â (3)	Common Stock, par value \$.001	5,783.2702	\$ (3)	D	Â
PSU 2016	Â (4)	Â (4)	Common Stock, par value \$.001	22,845.1183	\$ (4)	D	Â
PSU 2017	Â (5)	Â (5)	Common Stock, par value \$.001	8,459.8074	\$ (5)	D	Â
PSU 2018	Â (6)	Â (6)	Common Stock, par value \$.001	10,956.2778	\$ (6)	D	Â
RSU 2016	Â (7)	Â (7)	Common Stock, par value \$.001	5,173.2173	\$ (7)	D	Â
RSU 2017	Â (8)	Â (8)	Common Stock, par value \$.001	2,001.8535	\$ (8)	D	Â
RSU 2018	Â (9)	Â (9)	Common Stock, par value \$.001	2,707.0348	\$ (9)	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
SWORDS SHERIDAN C 100 W. FIFTH STREET	Â	Â	Â SR VP NGL	Â

TULSA, OK 74103

Signatures

By: Eric Grimshaw, Attorney-in-Fact For: Sheridan C. Swords

05/31/2018

__Signature of Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 5(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) These are shares issuable under performance units that vested on January 18, 2010, and which the reporting person elected to defer receipt of until his separation of service from the Issuer. During the deferral period, the deferred shares earn dividend equivalents. The balance shown includes dividend equivalents earned since January 18, 2010. Each share is the economic equivalent of one share of the Issuer's common stock.

(2) These are shares issuable under performance units that vested on January 17, 2011, and which the reporting person elected to defer receipt of until his separation of service from the Issuer. During the deferral period, the deferred shares earn dividend equivalents. The balance shown includes dividend equivalents earned since January 17, 2011. Each share is the economic equivalent of one share of the Issuer's common stock.

(3) These are shares issuable under performance units that vested on February 19, 2017, and which the reporting person elected to defer receipt of until his separation of service from the Issuer. During both the vesting and deferral periods, the shares earn dividend equivalents. The balance shown includes dividend equivalents earned through May 15, 2018. The award will continue to earn dividend equivalents during the deferral period. Each share is the economic equivalent of one share of the Issuer's common stock.

(4) Performance units awarded under the Issuer's Equity Compensation Plan. The award will vest on February 17, 2019, for a percentage (0% to 200%) of the performance units awarded based upon the Issuer's total shareholder return compared to total shareholder return of a selected peer group. During the 3-year vesting period, the award will be credited with dividend equivalents that will be paid out in shares of common stock at the time the underlying units vest and shares are issued. The balance shown includes dividend equivalents earned since the award date of February 17, 2016. The award and credited dividend equivalents will be payable one share of the Issuer's common stock for each vested performance unit and dividend equivalent.

(5) Performance units awarded under the Issuer's Equity Compensation Plan. The award will vest on February 22, 2020, for a percentage (0% to 200%) of the performance units awarded based upon the Issuer's total shareholder return compared to total shareholder return of a selected peer group. During the 3-year vesting period, the award will be credited with dividend equivalents that will be paid out in shares of common stock at the time the underlying units vest and shares are issued. The balance shown includes dividend equivalents earned since the award date of February 22, 2017. The award and credited dividend equivalents will be payable one share of the Issuer's common stock for each vested performance unit and dividend equivalent.

(6) Performance units awarded under the Issuer's Equity Compensation Plan. The award will vest on February 21, 2021, for a percentage (0% to 200%) of the performance units awarded based upon the Issuer's total shareholder return compared to total shareholder return of a selected peer group. During the 3-year vesting period, the award will be credited with dividend equivalents that will be paid out in shares of common stock at the time the underlying units vest and shares are issued. The balance shown includes dividend equivalents earned since the award date of February 21, 2018. The award and credited dividend equivalents will be payable one share of the Issuer's common stock for each vested performance unit and dividend equivalent.

(7) Restricted units awarded under the Issuer's Long Term Incentive Plan. The award vests on February 17, 2019. During the 3-year vesting period, the award will be credited with dividend equivalents that will be paid out in shares of common stock at the time the underlying units vest and are issued. The balance shown includes dividend equivalents earned since the award date of February 17, 2016. The award and credited dividend equivalents will be payable one share of the Issuer's common stock for each vested restricted unit and dividend equivalent.

(8) Restricted units awarded under the Issuer's Long Term Incentive Plan. The award vests on February 22, 2020. During the 3-year vesting period, the award will be credited with dividend equivalents that will be paid out in shares of common stock at the time the underlying units vest and are issued. The balance shown includes dividend equivalents earned since the award date of February 22, 2017. The award and credited dividend equivalents will be payable one share of the Issuer's common stock for each vested restricted unit and dividend equivalent.

(9) Restricted units awarded under the Issuer's Long Term Incentive Plan. The award vests on February 21, 2021. During the 3-year vesting period, the award will be credited with dividend equivalents that will be paid out in shares of common stock at the time the underlying units vest and are issued. The balance shown includes dividend equivalents earned since the award date of February 21, 2018. The award and credited dividend equivalents will be payable one share of the Issuer's common stock for each vested restricted unit and dividend equivalent.

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equivalent.

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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