

Form

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order-top-width: 0; border-left-width: 1; border-right-width: 1; border-bottom-width: 1">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 \$.01 11/16/2006 G 400 D <sup>(1)</sup> 3,421 I by Spouse <sup>(2)</sup> Common Stock, par value \$.01 11/16/2006 G 100 D <sup>(3)</sup> 3,321 I by Spouse <sup>(2)</sup> Common Stock, par value \$.01 11/16/2006 G 100 D <sup>(4)</sup> 3,221 I by Spouse <sup>(2)</sup> Common Stock, par value \$.01 87,468 D Common Stock, par value \$.01 37,208 I by Thrift Plan

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

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**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. Amount or Number of Shares
Restricted Units	<sup>(5)</sup>	11/16/2006		A	50,000	<sup>(5)</sup> <sup>(5)</sup>	Common Stock, par value \$.01	50,000

## 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

11/17/2006

\_\_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).
- (1) Gift by spouse to charitable organization.
  - (2) The reporting person disclaims ownership of the shares indirectly owned by his spouse.
  - (3) Gift by spouse to daughter.
  - (4) Gift by spouse to son.
  - (5) Restricted Unit Grant approved by ONEOK Board of Directors on November 16, 2006. The grant vests on January 1, 2009, and is payable one share of the issuer's common stock for each restricted unit.

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.