

ONEOK INC /NEW/
Form S-8 POS
June 21, 2006

Registration No. 333-121769

As filed with the Securities and Exchange Commission on June 21, 2006

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Post-Effective Amendment No. 1 to

Form S-8

REGISTRATION STATEMENT

Under

THE SECURITIES ACT OF 1933

ONEOK, Inc.

(Exact Name of Registrant as Specified in its charter)

OKLAHOMA
(State or other jurisdiction of
incorporation or organization)

73-1520922
(IRS Employer
Identification No.)

100 West Fifth Street

Tulsa, Oklahoma 74103

(918) 588-7000

(Address, including Zip Code, and Telephone Number, including Area Code
of Registrant's Principal Executive Offices)

ONEOK, Inc. Profit Sharing Plan

(Full title of the Plan)

JIM KNEALE

STEPHEN W. LAKE

Executive Vice President Finance and Administration

Gable & Gotwals

and Chief Financial Officer

100 West Fifth Street, Suite 1100

100 West Fifth Street

Tulsa, Oklahoma 74103

Tulsa, Oklahoma 74103

(918) 595-4800

(918) 588-7000

(Names, Addresses, including Zip Code, and

Telephone Numbers, including Area Code,

of Agents for Service)

EXPLANATORY NOTE

The original Registration Statement on Form S-8 (File No. 333-121769) (the Registration Statement) was filed with the Securities and Exchange Commission by ONEOK, Inc. (the Company) on December 30, 2004 and covered shares of the Company s common stock, par value \$0.01 per share, issuable under the ONEOK, Inc. Profit Sharing Plan (the Plan). By this amendment, the Company hereby amends the Registration Statement to indicate that, pursuant to Rule 416(c) under the Securities Act of 1933, the Registration Statement also covers an indeterminate amount of interests in the Plan to be offered or sold pursuant to the Plan.

The contents of the Registration Statement, as well as the Power of Attorney executed by the Company s Board of Directors in connection with the Registration Statement, are hereby incorporated by reference.

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, the Registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-8, and has duly caused this Post-Effective Amendment No. 1 to Registration Statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Tulsa and the State of Oklahoma, on the 21st day of June, 2006.

ONEOK, INC.

By: /S/ JIM KNEALE
Jim Kneale

Executive Vice President Finance and

Administration and Chief Financial Officer

(Principal Financial Officer)

Pursuant to the requirements of the Securities Act of 1933, this Post-Effective Amendment No. 1 to Registration Statement has been signed by the following persons in the capacities indicated and on the 21st day of June, 2006.

| Signature | Title |
|------------------|---|
| * | Chairman of the Board, President, Chief Executive Officer and Director |
| David L. Kyle | (Principal Executive Officer) |
| * | Director |
| William M. Bell | Director |
| James C. Day | |

* Director

William L. Ford

* Director

Bert H. Mackie

* Director

Patty L. Moore

/S/ JIM KNEALE

Executive Vice President Finance and Administration and Chief
Financial Officer (Principal Financial Officer)

Jim Kneale

* Director

Douglas A. Newsom

* Director

Gary D. Parker

* Director

Eduardo A. Rodriguez

* Director

Mollie B. Williford

* Senior Vice President Chief Accounting Officer

Curtis L. Dinan

(Principal Accounting Officer)

* Signed by the undersigned, Jim Kneale, pursuant to a power of attorney filed as an exhibit to this Registration Statement, on the 30th day of December, 2004.

By: /S/ JIM KNEALE
Jim Kneale,

Attorney-in-fact