

Attachment to Form 9937
Report of Organizational Actions Affecting Basis of Securities

ONEOK, Inc.
EIN: 73-1520922

Part II

Item 14: Describe the organizational action and, if applicable, the date of the action or the date against which shareholders' ownership is measured for the action.

On January 31, 2014 (the "Effective Date"), ONEOK, Inc. ("ONEOK") distributed all of the shares of common stock of ONE Gas, Inc. ("ONE Gas"), a wholly owned subsidiary of ONEOK, to ONEOK shareholders (the "Distribution"). Prior to the Distribution, ONEOK transferred its natural gas distribution business to ONE Gas.

The distribution occurred by way of a pro rata dividend to ONEOK shareholders of record as of January 21, 2014, the record date of the Distribution (the "Record Date"). Each ONEOK shareholder was entitled to receive one share of ONE Gas common stock for every four shares of ONEOK common stock held by such shareholder at the close of business on the Record Date. ONEOK did not distribute any fractional shares to shareholders. Instead, fractional shares were aggregated and sold in the open market at prevailing market prices by Wells Fargo Bank, N.A., acting as distribution agent. Checks representing the pro rata share of the \$34.31 per share net proceeds of the sale of the aggregated fractional shares have been or will be sent to stockholders of record entitled to these proceeds.

Item 15: Describe the quantitative effect of the organizational action on the basis of the security in the hands of the U.S. taxpayer as an adjustment per share or as a percentage of old basis.

Please see the discussion below under "U.S. Federal Income Tax Information Relating to ONEOK, Inc.'s Distribution of the Common Stock of ONE Gas, Inc." and the attached "U.S. Federal Income Tax Basis Worksheet." Generally, ONEOK shareholders are required to allocate the aggregate tax basis in their ONEOK shares held prior to the Distribution between (1) those ONEOK shares and (2) the ONE Gas shares received in the Distribution (including any fractional shares they were entitled to receive). This allocation depends on the fair market values of the ONEOK and ONE Gas shares on the Effective Date.

Item 16: Describe the calculation of the change in basis and the data that supports the calculation, such as the market values of securities and the valuation dates.

Please see the discussion below under "U.S. Federal Income Tax Information Relating to ONEOK, Inc.'s Distribution of the Common Stock of ONE Gas, Inc." and the attached "U.S. Federal Income Tax Basis Worksheet."

Item 17: List the applicable Internal Revenue Code section(s) and subsection(s) upon which the tax treatment is based.

Sections 355(a), 358(a)-(c), 368(a)(1)(D), 1001(a), 1221, 1222, and 1223(1).

Item 18: Can any resulting loss be recognized?

As described below under "U.S. Federal Income Tax Information relating to ONEOK, Inc.'s Distribution of the Common Stock of ONE Gas, Inc." and the attached "U.S. Federal Income Tax Basis Worksheet," loss may be recognized for U.S. federal income tax purposes only with respect to cash received in lieu of fractional shares of ONE Gas common stock.

Item 19: Provide any other information necessary to implement the adjustment, such as the reportable tax year.

The Distribution took place on January 31, 2014. Therefore, for calendar year taxpayers, the reportable tax year would be 2014. Please see the discussion below under "U.S. Federal Income Tax Information Relating to ONEOK, Inc.'s Distribution of the Common Stock of ONE Gas, Inc." and the attached "U.S. Federal Income Tax Basis Worksheet" for additional information regarding the basis adjustment and related tax treatment.

U.S. Federal Income Tax Information Relating to ONEOK, Inc.'s Distribution of the Common Stock of ONE Gas, Inc.

On January 31, 2014 (the "Effective Date"), ONEOK, Inc. ("ONEOK") distributed all of the shares of common stock of ONE Gas, Inc. ("ONE Gas"), a wholly owned subsidiary of ONEOK, to ONEOK shareholders (the "Distribution"). Prior to the Distribution, ONEOK transferred its natural gas distribution business to ONE Gas.

The distribution occurred by way of a pro rata dividend to ONEOK shareholders of record as of January 21, 2014, the record date of the Distribution (the "Record Date"). Each ONEOK shareholder was entitled to receive one share of ONE Gas common stock for every four shares of ONEOK common stock held by such shareholder at the close of business on the Record Date. ONEOK did not distribute any fractional shares to shareholders. Instead, fractional shares were aggregated and sold in the open market at prevailing market prices by Wells Fargo Bank, N.A., acting as distribution agent. Checks representing the pro rata share of the \$34.31 per share net proceeds of the sale of the aggregated fractional shares have been or will be sent to stockholders of record entitled to these proceeds.

This document summarizes certain U.S. federal income tax information regarding the Distribution, including information on calculating your U.S. federal income tax basis in your ONEOK and ONE Gas shares, determining the holding period for your ONE Gas shares, and calculating your gain or loss with respect to fractional shares you were entitled to receive.

The information contained herein (and in any attachments) has been prepared by ONEOK for general information purposes and pursuant to the requirements of section 6045B of the Internal Revenue Code of 1986, as amended, and does not represent an opinion of counsel or otherwise constitute tax advice. It does not purport to be complete or to describe the consequences that may apply to particular categories of shareholders. The information contained herein also assumes that you are a U.S. taxpayer that holds your ONEOK common stock as a capital asset. The tax rules are very complex, and you are urged to consult your own tax advisor with respect to the U.S. federal income tax consequences of the Distribution, as well as any other U.S. federal, state, local or foreign tax laws. We also urge you to read the information statement for the Distribution that was mailed to you, noting especially pages 49-52 dealing with U.S. federal income tax consequences. You may also access this information statement on ONEOK's website at www.oneok.com and on ONE Gas's website at www.onegas.com in the Investor Relations sections.

The attached worksheet contains an example for determining your tax basis in your ONEOK and ONE Gas shares. Such example has been provided solely for illustrative purposes and as a convenience to holders and their tax advisors when establishing their specific tax positions. Please remember that neither ONEOK nor ONE Gas provides its shareholders with tax advice, and this document is not intended to provide tax advice.

The information contained herein does not apply to you if you sold, exchanged or otherwise disposed of ONEOK common stock prior to the time of the Distribution and you did

not receive the Distribution of ONE Gas shares with respect to such ONEOK common stock after the close of the market on January 31, 2014.

TO ENSURE COMPLIANCE WITH TREASURY DEPARTMENT REGULATIONS, WE ADVISE YOU THAT, UNLESS OTHERWISE EXPRESSLY INDICATED, ANY FEDERAL TAX ADVICE CONTAINED IN THIS COMMUNICATION (INCLUDING ANY ATTACHMENTS) WAS NOT INTENDED OR WRITTEN TO BE USED, AND CANNOT BE USED, FOR THE PURPOSE OF (I) AVOIDING TAX-RELATED PENALTIES UNDER THE INTERNAL REVENUE CODE OR (II) PROMOTING, MARKETING OR RECOMMENDING TO ANOTHER PARTY ANY TAX-RELATED MATTERS ADDRESSED HEREIN.

Certain U.S. Federal Income Tax Consequences

ONEOK obtained a ruling from the Internal Revenue Service (the "Ruling") stating that you will recognize no income, gain or loss for U.S. federal income tax purposes upon the Distribution, except with respect to cash received in lieu of fractional shares of ONE Gas common stock. The Ruling stated that cash received in lieu of fractional shares of ONE Gas common stock will be treated as proceeds from a sale by you of the fractional share. You will recognize capital gain or loss, for U.S. federal income tax purposes, measured by the difference, if any, between the allocable tax basis of the fractional share (see discussion of tax basis below) and the amount of cash received. Such capital gain or loss will generally be long-term capital gain or loss if your holding period for the ONEOK common stock exceeds one year on the Effective Date. Therefore, you should keep a record of the amount of cash you received, if any, in lieu of a fractional share of ONE Gas stock for purposes of completing your U.S. federal income tax return for the taxable period including the Effective Date.

U.S. Federal Income Tax Basis

In general, U.S. federal income tax law requires that you allocate your tax basis in your ONEOK shares held prior to the Distribution between (1) those ONEOK shares and (2) the ONE Gas shares received in the Distribution (including a fractional share you were entitled to receive). This allocation depends on the ratio of the fair market values of the ONEOK and ONE Gas shares on the Effective Date. Federal tax law does not specifically identify how you should determine the fair market values of the ONEOK and ONE Gas shares. Alternative methods to determine the relative fair market values include, without limitation, using: (i) the average of the high and low trading prices of the stocks on the first day of trading of both stocks; (ii) the opening trading prices on the first day of trading of both stocks; or (iii) the closing trading prices on the first day of trading of both stocks. You should consult your tax advisor to determine what measure of fair market value is appropriate in your particular circumstances.

Enclosed is a tax-basis worksheet that illustrates how to allocate the tax basis in your ONEOK shares held prior to the Distribution between those ONEOK shares and the ONE Gas shares received in the Distribution, including any fractional shares you were entitled to receive. The worksheet includes a sample allocation of tax basis between ONEOK and ONE Gas shares. This sample allocation determines fair market value based on the closing New York Stock Exchange trading prices of ONEOK and ONE Gas common stock on February 3, 2014, the first day of "regular way" trading of both stocks. Under this closing-price approach, you would allocate 87.32 percent of your tax basis in your ONEOK shares held prior to the Distribution to such ONEOK shares and 12.68 percent to the

ONE Gas shares you received in the Distribution, including any fractional shares for which cash was received.

To allocate the tax basis of your ONEOK shares, you will need:

- The number of shares of ONEOK stock that you held prior to the Distribution; and
- The total tax basis of those shares.

If you held more than one block of ONEOK shares (i.e., shares of stock acquired on different dates or at different prices), then the allocation should be made separately for each block. In other words, the calculation should be done separately for each block of ONEOK stock and the ONE Gas shares received with respect to that stock.

Generally, the total tax basis of ONEOK stock that you purchased is equal to the total price you paid, plus any commissions or other fees you paid. If you acquired your ONEOK stock other than by purchase, your tax basis will be determined under rules applicable to the type of transaction in which you acquired them. Please consult your tax advisor for additional guidance with respect to the determination of the tax basis of your ONEOK shares.

U.S. Federal Income Tax Holding Period

The Ruling stated that, for U.S. federal income tax purposes, your holding period for your ONE Gas shares will include your holding period for your ONEOK shares with respect to which you received the ONE Gas shares.

The foregoing is for general information purposes only, and your tax consequences may vary depending on your particular circumstances. You are urged to consult your tax advisor to determine your particular tax consequences arising from the Distribution.

If you need further information with respect to the Distribution, please call ONEOK Investor Relations at (877) 208-7318.

U.S. Federal Income Tax Basis Worksheet

	<u>Actual</u>	<u>Example</u> (1)
1. Number of ONEOK shares held from which you received ONE Gas shares (see footnote 2 below).	_____	110 (2)
2. Multiply Line 1 by 0.25. This is the number of ONE Gas shares you were entitled to receive.	_____	27.5
3. Tax basis of pre-spin ONEOK shares (tax basis per share multiplied by number of shares).	_____	\$4,400
4. Percentage of the tax basis allocated to your post-spin ONEOK shares (see footnote 3 below).	_____	87.32% (3)
5. Percentage of the tax basis allocated to your ONE Gas shares (see footnote 3 below).	_____	12.68% (3)
6. Multiply Line 3 by Line 4. This is the tax basis of your post-spin ONEOK shares.	_____	\$3,842.27
7. Divide Line 6 by Line 1. This is the tax basis per share of your post-spin ONEOK shares.	_____	\$34.93
8. Multiply Line 3 by Line 5. This is the tax basis of your ONE Gas shares.	_____	\$557.73
9. Divide Line 8 by Line 2. This is the tax basis per share of your ONE Gas shares (including any fractional shares).	_____	\$20.28
10. Subtract the number of ONE Gas shares you actually received from Line 2. This is the fractional share of One Gas that you were entitled to receive.	_____	0.500
11. Multiply Line 9 by Line 10. This is the tax basis of the ONE Gas fractional share that was sold for you.	_____	\$10.14
12. Subtract Line 11 from Line 8. This is the tax basis of the One Gas shares that you Received (not including any fractional shares).	_____	\$547.59
13. Multiply Line 10 by \$34.31 (the cash in lieu of a full share). This is the cash you actually received for the ONE Gas fractional share that you were entitled to receive.	_____	\$17.16
14. Subtract Line 11 from Line 13. This is your capital gain/(loss) from the sale of the ONE Gas fractional share. This gain/(loss) may be long-term capital gain/(loss) depending on your holding period.	_____	\$7.01

- (1) *Assumptions:* For purposes of the example, we have assumed a taxpayer who held 110 shares of ONEOK common stock as of the Record Date, with a tax basis of \$40.00 per share with respect to all such ONEOK common stock.
- (2) Assumes you acquired all of your ONEOK shares on the same day at the same price. If you acquired ONEOK shares at various times you can allocate your basis for each acquisition using this worksheet for each block.
- (3) Assumes allocation based on closing trading prices of ONEOK and ONE Gas (see calculation below).

Percentage of Pre-Spin Tax Basis Allocable between ONEOK and ONE Gas Shares

	<u>ONEOK</u>	<u>ONE Gas</u>	<u>Total</u>
1. Closing price per share on 2/3/14 from the last trade on the NYSE	\$57.92	\$33.63	
2. Exchange factor	1	0.25	
3. Multiply Line 1 by Line 2	\$57.92	\$8.41	\$66.33
4. Percentage of Tax basis allocable between ONEOK and ONE Gas shares	87.32%	12.68%	100%

THIS WORKSHEET HAS BEEN PROVIDED FOR ILLUSTRATIVE PURPOSES ONLY AND DOES NOT CONSTITUTE TAX ADVICE. PLEASE CONSULT YOUR TAX ADVISOR.

TO ENSURE COMPLIANCE WITH TREASURY DEPARTMENT REGULATIONS, WE ADVISE YOU THAT, UNLESS OTHERWISE EXPRESSLY INDICATED, ANY FEDERAL TAX ADVICE CONTAINED IN THIS COMMUNICATION (INCLUDING ANY ATTACHMENTS) WAS NOT INTENDED OR WRITTEN TO BE USED, AND CANNOT BE USED, FOR THE PURPOSE OF (I) AVOIDING TAX-RELATED PENALTIES UNDER THE INTERNAL REVENUE CODE OR (II) PROMOTING, MARKETING OR RECOMMENDING TO ANOTHER PARTY ANY TAX-RELATED MATTERS ADDRESSED HEREIN.