

**ONEOK Partners Announces Higher
Fourth-quarter and Full-year 2014 Financial Results**

Feb. 23, 2015

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**ONEOK Partners, L.P. and Subsidiaries
CONSOLIDATED STATEMENTS OF INCOME**

	Three Months Ended December 31,		Years Ended December 31,	
	2014	2013	2014	2013
<i>(Thousands of dollars, except per unit amounts)</i>				
Revenues				
Commodity sales	\$ 2,448,648	\$ 3,095,623	\$ 10,724,981	\$ 10,549,157
Services	395,610	353,291	1,466,684	1,320,116
Total revenues	2,844,258	3,448,914	12,191,665	11,869,273
Cost of sales and fuel	2,281,273	3,007,980	10,088,548	10,222,213
Net margin	562,985	440,934	2,103,117	1,647,060
Operating expenses				
Operations and maintenance	173,361	126,280	599,076	464,633
Depreciation and amortization	79,153	62,657	291,236	236,743
General taxes	14,683	10,631	70,581	56,880
Total operating expenses	267,197	199,568	960,893	758,256
Gain (loss) on sale of assets	5,066	11,539	6,599	11,881
Operating income	300,854	252,905	1,148,823	900,685
Equity earnings from investments	34,256	30,773	41,003	110,517
Allowance for equity funds used during construction	990	9,350	14,937	30,522
Other income	2,444	4,641	5,447	12,870
Other expense	(1,243)	(592)	(4,299)	(3,039)
Interest expense (net of capitalized interest of \$13,367, \$18,222, \$54,813 and \$56,506, respectively)	(70,564)	(65,596)	(281,908)	(236,714)
Income before income taxes	266,737	231,481	924,003	814,841
Income taxes	(2,701)	(3,037)	(12,668)	(10,858)
Net income	264,036	228,444	911,335	803,983
Less: Net income attributable to noncontrolling interests	811	94	1,037	357
Net income attributable to ONEOK Partners, L.P.	\$ 263,225	\$ 228,350	\$ 910,298	\$ 803,626
Limited partners' interest in net income:				
Net income attributable to ONEOK Partners, L.P.	\$ 263,225	\$ 228,350	\$ 910,298	\$ 803,626
General partner's interest in net income	(94,544)	(72,807)	(344,241)	(275,539)
Limited partners' interest in net income	\$ 168,681	\$ 155,543	\$ 566,057	\$ 528,087
Limited partners' net income per unit, basic and diluted	\$ 0.67	\$ 0.67	\$ 2.33	\$ 2.35
Number of units used in computation (<i>thousands</i>)	251,411	231,667	243,306	224,658

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ONEOK Partners, L.P. and Subsidiaries CONSOLIDATED BALANCE SHEETS

	December 31, 2014	December 31, 2013
<i>(Thousands of dollars)</i>		
Assets		
Current assets		
Cash and cash equivalents	\$ 42,530	\$ 134,530
Accounts receivable, net	735,830	1,103,130
Affiliate receivables	8,553	9,185
Natural gas and natural gas liquids in storage	134,134	188,286
Commodity imbalances	64,788	80,481
Materials and supplies	55,833	54,112
Other current assets	44,385	13,379
Total current assets	1,086,053	1,583,103
Property, plant and equipment		
Property, plant and equipment	13,377,617	10,755,048
Accumulated depreciation and amortization	1,842,084	1,652,648
Net property, plant and equipment	11,535,533	9,102,400
Investments and other assets		
Investments in unconsolidated affiliates	1,132,653	1,229,838
Goodwill and intangible assets	822,358	832,180
Other assets	57,950	115,087
Total investments and other assets	2,012,961	2,177,105
Total assets	\$ 14,634,547	\$ 12,862,608
Liabilities and equity		
Current liabilities		
Current maturities of long-term debt	\$ 7,650	\$ 7,650
Notes payable	1,055,296	—
Accounts payable	874,692	1,255,411
Affiliate payables	36,106	47,458
Commodity imbalances	104,650	213,577
Accrued interest	91,990	92,711
Other current liabilities	165,672	89,211
Total current liabilities	2,336,056	1,706,018
Long-term debt, excluding current maturities	6,038,379	6,044,867
Deferred credits and other liabilities	141,337	113,027
Commitments and contingencies		
Equity		
ONEOK Partners, L.P. partners' equity:		
General partner	211,914	170,561
Common units: 180,826,973 and 159,007,854 units issued and outstanding at December 31, 2014 and December 31, 2013, respectively	4,456,372	3,459,920
Class B units: 72,988,252 units issued and outstanding at December 31, 2014 and December 31, 2013	1,374,375	1,422,516
Accumulated other comprehensive loss	(91,823)	(58,837)
Total ONEOK Partners, L.P. partners' equity	5,950,838	4,994,160
Noncontrolling interests in consolidated subsidiaries	167,937	4,536
Total equity	6,118,775	4,998,696
Total liabilities and equity	\$ 14,634,547	\$ 12,862,608

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ONEOK Partners, L.P. and Subsidiaries CONSOLIDATED STATEMENTS OF CASH FLOWS

	Years Ended December 31,	
	2014	2013
	<i>(Thousands of dollars)</i>	
Operating activities		
Net income	\$ 911,335	\$ 803,983
Adjustments to reconcile net income to net cash provided by operating activities:		
Depreciation and amortization	291,236	236,743
Allowance for equity funds used during construction	(14,937)	(30,522)
Loss (gain) on sale of assets	(6,599)	(11,881)
Deferred income taxes	10,832	5,444
Equity earnings from investments	(41,003)	(110,517)
Distributions received from unconsolidated affiliates	117,912	106,364
Changes in assets and liabilities, net of acquisitions:		
Accounts receivable	373,459	(184,271)
Affiliate receivables	632	6,907
Natural gas and natural gas liquids in storage	54,152	47,550
Accounts payable	(351,470)	187,253
Affiliate payables	(11,352)	(28,252)
Commodity imbalances, net	(93,234)	(50,373)
Accrued interest	(721)	15,977
Other assets and liabilities, net	69,578	13,326
Cash provided by operating activities	1,309,820	1,007,731
Investing activities		
Capital expenditures (less allowance for equity funds used during construction)	(1,745,990)	(1,939,326)
Cash paid for acquisitions, net of cash received	(814,934)	(394,889)
Contributions to unconsolidated affiliates	(1,063)	(35,308)
Distributions received from unconsolidated affiliates	21,107	31,134
Proceeds from sale of assets	7,817	12,290
Cash used in investing activities	(2,533,063)	(2,326,099)
Financing activities		
Cash distributions:		
General and limited partners	(1,052,245)	(909,713)
Noncontrolling interests	(549)	(588)
Borrowing (repayment) of notes payable, net	1,055,296	—
Issuance of long-term debt, net of discounts	—	1,247,822
Long-term debt financing costs	—	(10,246)
Repayment of long-term debt	(7,650)	(7,650)
Issuance of common units, net of issuance costs	1,113,139	583,929
Contribution from general partner	23,252	12,270
Cash provided by financing activities	1,131,243	915,824
Change in cash and cash equivalents	(92,000)	(402,544)
Cash and cash equivalents at beginning of period	134,530	537,074
Cash and cash equivalents at end of period	\$ 42,530	\$ 134,530
Supplemental cash flow information:		
Cash paid for interest, net of amounts capitalized	\$ 271,314	\$ 203,072
Cash paid for income taxes	\$ 1,336	\$ 3,435

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ONEOK Partners, L.P. and Subsidiaries INFORMATION AT A GLANCE

<i>(Unaudited)</i>	Three Months Ended December 31,		Years Ended December 31,	
	2014	2013	2014	2013
<i>(Millions of dollars, except as noted)</i>				
<u>Natural Gas Gathering and Processing</u>				
Net margin	\$ 175.2	\$ 135.2	\$ 661.9	\$ 500.6
Operating costs	\$ 69.2	\$ 51.6	\$ 257.7	\$ 193.3
Depreciation and amortization	\$ 34.2	\$ 27.5	\$ 123.8	\$ 103.9
Operating income	\$ 71.7	\$ 56.1	\$ 280.6	\$ 203.8
Equity earnings (loss) from investments	\$ 4.4	\$ 7.3	\$ (56.1)	\$ 23.5
Natural gas gathered (<i>BBtu/d</i>) (a)	1,934	1,454	1,733	1,347
Natural gas processed (<i>BBtu/d</i>) (a) (b)	1,751	1,193	1,534	1,094
NGL sales (<i>MBbl/d</i>) (a)	116	88	104	79
Residue natural gas sales (<i>BBtu/d</i>) (a)	808	562	714	497
Realized composite NGL net sales price (<i>\$/gallon</i>) (a) (c)	\$ 0.86	\$ 0.87	\$ 0.93	\$ 0.87
Realized condensate net sales price (<i>\$/Bbl</i>) (a) (c)	\$ 74.12	\$ 82.31	\$ 76.43	\$ 86.00
Realized residue natural gas net sales price (<i>\$/MMBtu</i>) (a) (c)	\$ 3.90	\$ 3.64	\$ 3.92	\$ 3.53
Average fee rate (<i>\$/MMBtu</i>) (a)	\$ 0.36	\$ 0.33	\$ 0.36	\$ 0.34
Capital expenditures - growth	\$ 379.2	\$ 190.7	\$ 858.0	\$ 747.6
Capital expenditures - maintenance	\$ 13.7	\$ 9.2	\$ 40.9	\$ 26.8
(a) - Includes volumes for consolidated entities only.				
(b) - Includes volumes at company-owned and third-party facilities.				
(c) - Presented net of the impact of hedging activities on ONEOK Partners' equity volumes.				
<u>Natural Gas Liquids</u>				
Net margin	\$ 292.0	\$ 237.8	\$ 1,110.1	\$ 869.9
Operating costs	\$ 78.2	\$ 65.5	\$ 296.4	\$ 236.6
Depreciation and amortization	\$ 34.3	\$ 24.2	\$ 124.1	\$ 89.2
Operating income	\$ 179.5	\$ 148.9	\$ 689.0	\$ 544.9
Equity earnings from investments	\$ 13.7	\$ 6.6	\$ 27.3	\$ 22.0
NGL sales (<i>MBbl/d</i>)	666	688	615	657
NGLs transported-gathering lines (<i>MBbl/d</i>) (a)	607	563	533	547
NGLs fractionated (<i>MBbl/d</i>) (b)	542	537	522	535
NGLs transported-distribution lines (<i>MBbl/d</i>) (a)	393	459	408	435
Average Conway-to-Mont Belvieu OPIS price differential - ethane in ethane/propane mix (<i>\$/gallon</i>)	\$ 0.01	\$ 0.05	\$ 0.05	\$ 0.04
Capital expenditures - growth	\$ 147.8	\$ 334.5	\$ 751.4	\$ 1,087.8
Capital expenditures - maintenance	\$ 12.7	\$ 19.5	\$ 46.6	\$ 40.5
(a) - Includes volumes for consolidated entities only.				
(b) - Includes volumes at company-owned and third-party facilities.				
<u>Natural Gas Pipelines</u>				
Net margin	\$ 86.1	\$ 74.5	\$ 328.5	\$ 285.7
Operating costs	\$ 28.2	\$ 25.6	\$ 111.0	\$ 101.2
Depreciation and amortization	\$ 10.7	\$ 10.9	\$ 43.3	\$ 43.5
Operating income	\$ 52.3	\$ 48.7	\$ 181.0	\$ 151.6
Equity earnings from investments	\$ 16.1	\$ 16.9	\$ 69.8	\$ 65.0
Natural gas transportation capacity contracted (<i>MDth/d</i>) (a)	5,844	5,632	5,781	5,524
Transportation capacity subscribed (a)	92%	92%	91%	90%
Average natural gas price				
Mid-Continent region (<i>\$/MMBtu</i>) (a)	\$ 3.59	\$ 3.75	\$ 4.33	\$ 3.61
Capital expenditures - growth	\$ 6.1	\$ 3.6	\$ 9.7	\$ 11.4
Capital expenditures - maintenance	\$ 10.9	\$ 8.6	\$ 33.3	\$ 23.3
(a) - Includes volumes for consolidated entities only.				

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RECONCILIATION OF NON-GAAP FINANCIAL MEASURES

<i>(Unaudited)</i>	Three Months Ended		Years Ended	
	December 31,		December 31,	
	2014	2013	2014	2013
<i>(Thousands of dollars, except per unit amounts)</i>				
Reconciliation of Net Income to Adjusted EBITDA and Distributable Cash Flow				
Net income	\$ 264,036	\$ 228,444	\$ 911,335	\$ 803,983
Interest expense	70,564	65,596	281,908	236,714
Depreciation and amortization	79,153	62,657	291,236	236,743
Impairment charges (a)	—	—	76,412	—
Income taxes	2,701	3,037	12,668	10,858
Allowance for equity funds used during construction	(990)	(9,350)	(14,937)	(30,522)
Adjusted EBITDA	415,464	350,384	1,558,622	1,257,776
Interest expense	(70,564)	(65,596)	(281,908)	(236,714)
Maintenance capital	(39,913)	(39,151)	(126,881)	(92,440)
Equity earnings from investments	(34,256)	(30,773)	(41,003)	(110,517)
Impairment charges (a)	—	—	(76,412)	—
Distributions received from unconsolidated affiliates	29,796	33,585	139,019	137,498
Other	5,517	(3,491)	(1,939)	(6,423)
Distributable cash flow	\$ 306,044	\$ 244,958	\$ 1,169,498	\$ 949,180
Distributions to general partner	(95,192)	(73,089)	(348,131)	(278,091)
Distributable cash flow to limited partners	\$ 210,852	\$ 171,869	\$ 821,367	\$ 671,089
Distributions declared per limited partner unit	\$ 0.79	\$ 0.73	\$ 3.07	\$ 2.89
Coverage ratio	1.06	1.02	1.10	1.03
Number of units used in computation <i>(thousands)</i>	251,411	231,667	243,306	224,658

(a) Amount includes \$23.0 million for our proportionate share of the long-lived asset impairment charge of our equity method investee Bighorn Gas Gathering and \$53.4 million impairment charge for our investment in Bighorn Gas Gathering.

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**ONEOK Partners, L.P. and Subsidiaries
UPDATED EARNINGS GUIDANCE MIDPOINTS***

<i>(Unaudited)</i>	Updated 2015 Guidance	Previous 2015 Guidance	Change
<i>(Millions of dollars)</i>			
Operating income			
Natural Gas Gathering and Processing	\$ 160	\$ 359	\$ (199)
Natural Gas Liquids	829	892	(63)
Natural Gas Pipelines	165	155	10
Operating income	1,154	1,406	(252)
Equity earnings from investments	115	121	(6)
Other income (expense)	(2)	6	(8)
Interest expense	(321)	(323)	2
Income before income taxes	946	1,210	(264)
Income taxes	(11)	(10)	(1)
Net income	935	1,200	(265)
Less: Net income attributable to noncontrolling interest	(10)	—	(10)
Net income attributable to ONEOK Partners, L.P.	\$ 925	\$ 1,200	\$ (275)

Capital expenditures (a)

Natural Gas Gathering and Processing	\$ 761	\$ 1,735	\$ (974)
Natural Gas Liquids	311	860	(549)
Natural Gas Pipelines	139	180	(41)
Other	16	25	(9)
Total capital expenditures	\$ 1,227	\$ 2,800	\$ (1,573)
Growth	\$ 1,085	\$ 2,625	\$ (1,540)
Maintenance	142	175	(33)
Total capital expenditures	\$ 1,227	\$ 2,800	\$ (1,573)

*Amounts shown are midpoints of ranges provided.

(a) Excludes acquisitions and AFUDC.

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EARNINGS GUIDANCE*

<i>(Unaudited)</i>	Updated 2015 Guidance	Previous 2015 Guidance	Change
<i>(Millions of dollars)</i>			
Reconciliation of Net Income to Adjusted EBITDA and Distributable Cash Flow			
Net income	\$ 935	\$ 1,200	\$ (265)
Interest expense	321	323	(2)
Depreciation and amortization	353	356	(3)
Income taxes	11	10	1
Allowance for equity funds used during construction and other	(2)	(9)	7
Adjusted EBITDA	\$ 1,618	\$ 1,880	\$ (262)
Interest expense	(321)	(323)	2
Maintenance capital	(142)	(175)	33
Equity earnings from investments	(115)	(121)	6
Distribution received from unconsolidated affiliates	145	149	(4)
Distribution to noncontrolling interest and other	(15)	(10)	(5)
Distributable cash flow	\$ 1,170	\$ 1,400	\$ (230)

*Amounts shown are midpoints of ranges provided.