

One in Responsibility

2015 CORPORATE RESPONSIBILITY REPORT



ONEOK



ONEOK PARTNERS

ABOUT THIS REPORT

This corporate responsibility report details ONEOK's and ONEOK Partners' sustainability performance from January 2015 through December 2015, unless otherwise noted.

Topics included in this report were selected following internal and external stakeholder engagement, which included sending a corporate responsibility report materiality assessment survey to all employees, as well as ONEOK's and ONEOK Partners' top 150 investors. The survey sought feedback on topics for inclusion in the report. The top topics of interest from respective stakeholders were included.

This report follows the Global Reporting Initiative's (GRI) Sustainability Reporting Guidelines. Pages 46-47 contain the GRI index to help readers locate specific GRI framework data within the report.

The report reflects the most accurate information available at the time of printing.

An online version of this report and more information about ONEOK's operations are available at www.oneok.com and www.oneokpartners.com.

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CEO LETTER

To Our Stakeholders,

Our commitment to corporate responsibility means working to ensure we provide a safe, diverse, inclusive and engaging workplace for our employees, protecting the environment and making a positive impact in the communities where our employees live and work.

In this, our eighth Corporate Responsibility Report, we share our successes and plans for the future.

2015 highlights include:

- Improving contractor safety awareness;
- Enhancing conservation efforts throughout our operating footprint;
- Decreasing our total injury rate, total recordable incident rate and number of agency reportable events; and
- Implementing new measures to mitigate cyberrisks.

This report also highlights several other areas, including community investments, employee relations and government relations.

Our environmental, safety and health (ESH) performance is a companywide commitment and is essential to our business success and sustainability. We continuously look at new ways to mitigate risk and eliminate harm to our employees, contractors, the public and the environment. For a more detailed breakdown of our ESH performance, please see the statistical comparisons on pages 22-23.

Promoting diversity and inclusion in the workplace continues to be a priority at ONEOK. We know a diverse workforce and inclusive workplace are integral to creating a stronger business through innovation and employee engagement. Details on our ongoing Diversity and Inclusion Strategy are found on page 37.

Our employees continue to amaze me with their philanthropic efforts. Being a good corporate citizen is important to me and to all of us, our communities and stakeholders. By being supportive financially and through volunteer work, we continue to make good on our promise to help build stronger communities and create better environments in the areas where we live and work.

Also in this report, we detail some of our employees' volunteer efforts and highlight ways we have contributed to our communities over the past year. In 2015, we donated approximately \$5.3 million to communities where we operate, and our dedicated employees logged approximately 5,000 volunteer hours.

On behalf of everyone at ONEOK, thank you for taking the time to learn more about our company.



Terry K. Spencer
President and Chief Executive Officer

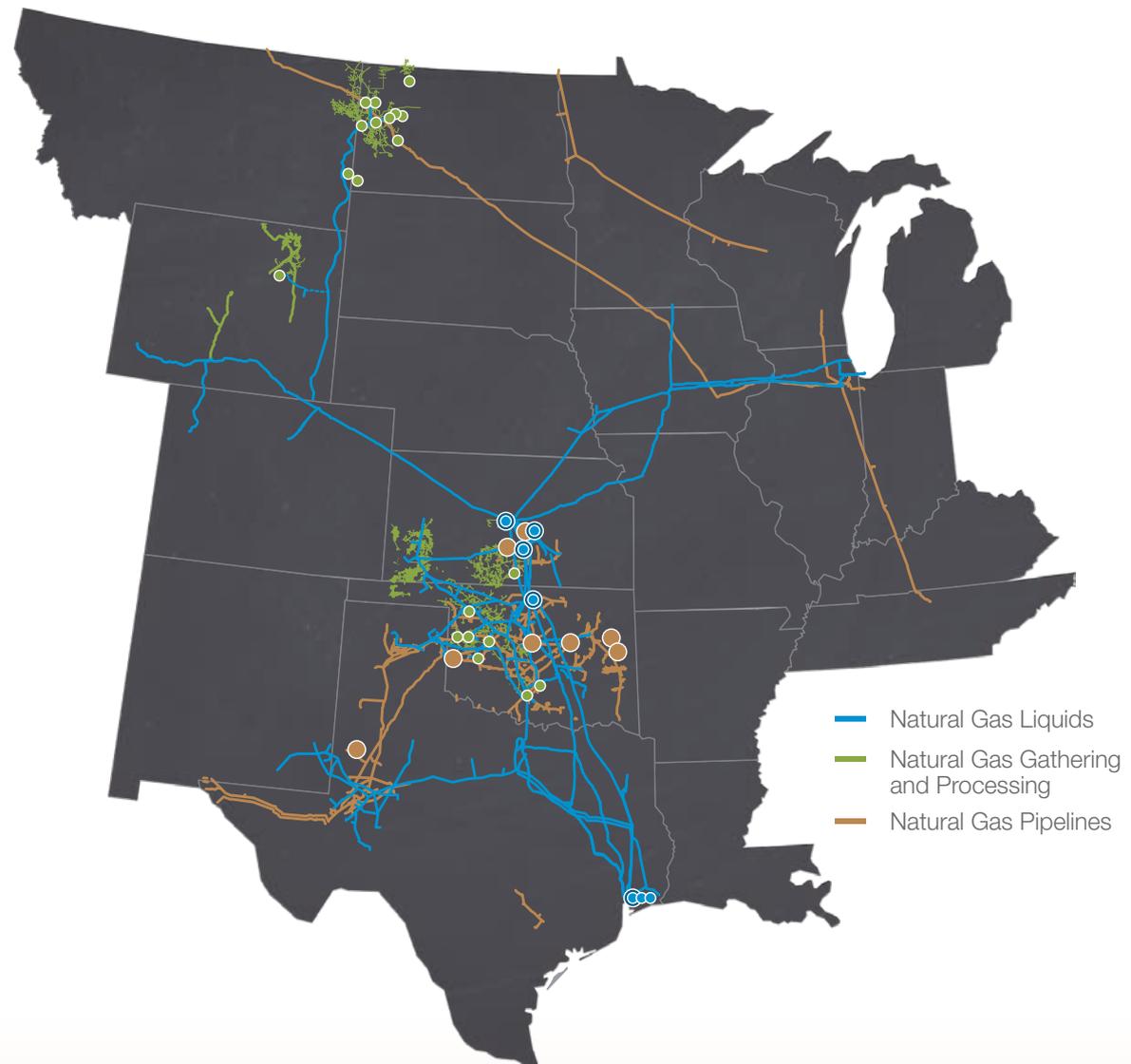


ONEOK AT A GLANCE

ONEOK, Inc. (pronounced ONE-OAK) (NYSE: OKE) is the general partner of ONEOK Partners, L.P. (NYSE: OKS), one of the largest publicly traded master limited partnerships (MLPs), and owns one of the nation's premier natural gas liquids (NGL) systems, connecting NGL supply in the Mid-Continent, Permian and Rocky Mountain regions with key market centers and is a leader in the gathering, processing, storage and transportation of natural gas in the U.S. ONEOK is a FORTUNE 500 company and is included in Standard & Poor's (S&P) 500 Stock Index.

- ONEOK is the sole general partner, and as of June 30, 2016, owns 41.2 percent of ONEOK Partners.
- ONEOK is based in Tulsa, Oklahoma, and was founded in 1906 as Oklahoma Natural Gas Company.

ONEOK PARTNERS' NATURAL GAS AND NATURAL GAS LIQUIDS ASSET OVERVIEW



A photograph of an industrial refinery or chemical plant. The scene is dominated by tall, silver distillation columns and a complex network of pipes and walkways. The sky is a clear, bright blue with some light clouds. The overall impression is one of a large-scale industrial operation.

ONEOK IS THE GENERAL PARTNER OF ONEOK PARTNERS, ONE OF THE LARGEST MASTER LIMITED PARTNERSHIPS IN THE U.S.

One in
Values

**OUR VALUES GUIDE
OUR DECISIONS
AND ACTIONS**

MISSION:

To create shareholder value by profitably providing reliable energy and energy-related services in a safe and environmentally responsible manner to our stakeholders through our ownership in ONEOK Partners.

CORPORATE GOVERNANCE AND ETHICS

VISION:

To be a pure-play general partner that creates exceptional value for all stakeholders through our ownership in ONEOK Partners by:

- Providing management and resources, enabling ONEOK Partners to execute its growth strategies that allow ONEOK to grow its dividend;
- Maximizing dividend payout while maintaining prudent financial strength and flexibility; and
- Attracting, selecting, developing, motivating, challenging and retaining a diverse and inclusive group of employees to support strategy execution.

MISSION:

To create shareholder value by profitably providing reliable energy and energy-related services in a safe and environmentally responsible manner to our stakeholders through our ownership in ONEOK Partners.

VALUES:

Ethics: Our actions are founded on trust, honesty and integrity through open communications and adherence to the highest standards of personal, professional and business ethics.

Quality: Our commitment to quality drives us to make continuous improvements in our quest for excellence.

Diversity: We value diversity, as well as the dignity and worth of each employee, and believe that a diverse and inclusive workforce is critical to our continued success.

Value: We are committed to creating value for all stakeholders – employees, customers, investors and our communities – through the optimum development and utilization of our resources.

Service: We provide responsive, flexible service to customers and commit to preserving the environment, providing a safe work environment and improving the quality of life for employees where they live and work.

CORPORATE GOVERNANCE

The ONEOK and ONEOK Partners Boards of Directors are committed to maintaining strong corporate governance practices that allocate rights and responsibilities among our boards, management and investors in a manner that benefits the long-term interests of our investors.

The boards play an active role in overseeing, reviewing and guiding our companies' respective corporate strategies.

Each board is composed of a majority of independent directors.

As of June 1, 2016, the ONEOK Board of Directors had 11 members, nine of whom were independent; and the ONEOK Partners Board of Directors had eight members, six of whom were independent.

Each board formally reviews its respective company's business strategies, including a comprehensive risk assessment, at an annual strategic planning session and reviews long-range strategic issues at regular board meetings.

Each board has adopted a code of business conduct and ethics, as well as corporate governance guidelines.

Our corporate governance practices are designed not only to satisfy regulatory and stock exchange requirements, but also to provide effective oversight and management of our companies.

ALL DIRECTORS OF ONEOK AND ONEOK PARTNERS HAVE PROVEN LEADERSHIP, SOUND JUDGMENT, INTEGRITY AND A COMMITMENT TO THE SUCCESS OF OUR COMPANIES. FOR A FULL LISTING OF ONEOK AND ONEOK PARTNERS BOARD MEMBERS, SEE PAGE 44.

CORPORATE COMPLIANCE AND ETHICS

As outlined in our corporate values, ONEOK is committed to adhering to the highest standards of personal, professional and business ethics.

In all employee actions and business practices, we aspire to achieve 100 percent compliance with applicable laws, rules and regulations. To facilitate such compliance, our corporate Ethics and Compliance department conducts mandatory trainings on the company's:

- Code of Business Conduct and Ethics (Code);
- Conflict of Interest Policy;
- Securities/Insider Trading Policy;
- Antitrust Guidelines; and
- Anti-Corruption Policy.



ONEOK Partners' Garden Creek natural gas processing plant in McKenzie County, North Dakota

All employees and board members acknowledge annually they have read and will comply with the Code, Conflict of Interest and Securities/ Insider Trading policies. The Antitrust Guidelines and Anti-Corruption Policy also are acknowledged on an annual basis by employees directly impacted by the policies.

In 2015, the Compliance and Ethics department traveled to field locations to provide in-person training to employees. In total, more than 1,000 employees and 35 contractor representatives in 25 field locations attended.

These presentations:

- Emphasized awareness and understanding of the Code;
- Reinforced the individual's responsibility to report wrongdoing;
- Informed individuals of avenues available to report issues, concerns and violations;
- Gave examples of potential conflicts of interest; and
- Stressed the company's strong non-retaliation policy.

To further enhance understanding of ethical business practices, ONEOK adopted a new Anti-Corruption Policy in February 2015. The policy was designed to enhance the anti-corruption provisions in the existing Code by detailing the company's commitment to comply with applicable U.S. and foreign anti-corruption laws.

Following the policy's release, company representatives conducted in-person trainings with targeted employee groups whose responsibilities may involve international business dealings or are related to accounting matters.

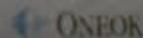
In addition to its responsibilities regarding awareness, the Compliance and Ethics department also:

- Processes requests for conflict of interest determinations;
- Oversees all reports made to the ONEOK Hotline, a toll-free hotline and internet-based system that allows individuals to report, anonymously or otherwise, improper or unethical business behavior; and
- Communicates our core values and expectations with regard to ethical business practices to all suppliers and contractors through an annual letter from our president and chief executive officer. The letter provides examples of potential conflicts of interest, as well as how to contact the company should any questionable situations arise involving an employee.

The Compliance and Ethics department reports regularly to both the ONEOK and ONEOK Partners board audit committees.



**ONEOK IS COMMITTED TO ADHERING TO
THE HIGHEST STANDARDS OF PERSONAL,
PROFESSIONAL AND BUSINESS ETHICS.**



Employees participate in training through our Organizational Development department.

Oneok
Service



GROWTH PROJECTS

ONEOK Partners invests billions of dollars in capital-growth projects and acquisitions to enhance our midstream capabilities.

We completed several projects in 2015 and have additional projects scheduled for completion through 2019. These investments demonstrate our ongoing commitment to build the infrastructure necessary to better serve our customers.

CAPITAL-GROWTH PROJECTS COMPLETED IN 2015 AND SCHEDULED FOR COMPLETION THROUGH 2019

NATURAL GAS LIQUIDS

- **Hutchinson pipeline and fractionator upgrades** – A 95-mile NGL pipeline between existing NGL fractionators at Hutchinson, Kansas, and Medford, Oklahoma. *Completed April 2015.*

- **Bear Creek NGL infrastructure** – 40-mile NGL pipeline and infrastructure related to the Bear Creek natural gas processing plant in Dunn County, North Dakota. *Expected completion: third quarter 2016.*
- **Bakken NGL Pipeline expansion (phase two)** – To increase capacity to 160,000 bpd. *Expected completion: third quarter 2018.*

NATURAL GAS PIPELINES

- **Roadrunner Gas Transmission** – A 200-mile pipeline that connects our WesTex natural gas pipeline system near Coyanosa, Texas, to a new international border-crossing connection at the U.S. and Mexico border near San Elizario, Texas. The 50-50 joint venture will be completed in three phases. *Phase one was completed in March 2016, providing 170 million cubic feet per day (MMcf/d) of capacity. Phase two*

expected completion: first quarter 2017; and phase three expected completion: 2019.

- **WesTex Pipeline expansion** – The expansion of this intrastate natural gas pipeline system is expected to add approximately 260 MMcf/d of capacity to our system. *Expected completion: first quarter 2017.*

NATURAL GAS GATHERING AND PROCESSING

- **Williston Basin natural gas compression infrastructure** – Added approximately 100 MMcf/d of natural gas capacity. *Completed December 2015.*
- **Lonesome Creek natural gas processing plant** – A 200-MMcf/d natural gas processing plant in McKenzie County, North Dakota. *Completed November 2015.*

- **Sage Creek natural gas processing plant infrastructure** – Natural gas compression and gathering pipelines in Wyoming to support Sage Creek plant upgrades. *Completed December 2015.*
- **Bear Creek natural gas processing plant** – An 80-MMcf/d natural gas processing plant in Dunn County, North Dakota. *Expected completion: third quarter 2016.*
- **Stateline de-ethanizers** – The installation of de-ethanizers at our Stateline natural gas processing plants in Williams County, North Dakota, capable of producing 26,000 barrels per day (bpd) of ethane for delivery to a third-party pipeline to serve markets in Canada. *Expected completion: third quarter 2016.*



Construction crews prepare land in West Texas for the Roadrunner Gas Transmission Pipeline.

One in
Commitment

**PROTECTING
OUR PEOPLE,
OUR ASSETS AND OUR
COMMUNITIES**



ENVIRONMENT, SAFETY AND HEALTH

As part of our ongoing commitment to environment, safety and health (ESH), our employees continuously assess safety risks related to ONEOK's activities and implement safe work practices, hazard controls and training to minimize those risks.

The ESH Leadership Committee provides vision, leadership, direction and oversight for ONEOK's ESH programs, processes and management systems.

THIS COMMITTEE CONSISTS OF SENIOR MANAGEMENT FROM EACH BUSINESS SEGMENT, AS WELL AS KEY ESH SUBJECT MATTER EXPERTS.

The committee has a number of responsibilities, including:

- Promoting and advocating expectations for ESH excellence across the organization; and
- Supporting broad communication of ESH policies, standards, goals and objectives and promoting consistent application throughout the company.

ESH COMMITMENT

To meet corporate and operating ESH expectations, all employees and contractors must demonstrate a commitment to the following:

- All employees have the responsibility and the ability to control operating exposures that may cause an incident and prevent incidents, even if it means stopping work.
- All levels of management and all employees must have personal involvement and commitment to ESH management and compliance.
- All employees have the responsibility to report, or elevate to the proper level in the organization, potential ESH compliance risks, incidents and near misses.
- Protection of human health and safety and the environment is a priority, no matter how urgent the job, project or commercial interest.
- All employees and contractors are responsible and accountable for understanding and complying with all laws, regulations, permits, requirements and procedures related to their roles and responsibilities, including those associated with ESH.

SHARING INFORMATION WITH OUR PEERS

EXPANDING OUR HORIZONS AND SEARCHING FOR NEW IDEAS OUTSIDE OF OUR ORGANIZATION IS BENEFICIAL AND CAN DRIVE IMPROVEMENTS.

Each year, we look for ways to improve our ESH performance.

We interact with many organizations and feel it is important to acknowledge and reach out to other industries and companies to share ideas and best practices.

Peer Feedback is one of the ESH Leadership Committee's five core initiatives and emphasizes communication with organizations outside ONEOK, including competitors, customers and industry associations.

ONEOK is maximizing the value of these relationships by sharing best practices and talking candidly about how to improve our industry and individual companies' programs.

This knowledge is then shared within the company and best practices are incorporated in our pursuit of maximum value.

NEW ESH COMPLIANCE SOFTWARE

To meet the growing needs of the company and continuously changing regulatory requirements, we are implementing technologies to manage our ESH compliance, performance, and reporting systems.

This new software will facilitate the tracking and sharing of knowledge across the organization in a more efficient manner and meet current and future ESH management needs. It also has a mobile platform that will facilitate field input of incidents and near-miss information and allow ESH event reporting to be more efficient and timely.

This flexibility will give us the opportunity to report incidents and collect data in the same manner across all business units, thus giving us a more comprehensive view of our ESH metrics.

One in
100,000

COMMITTED
TO PURSUING A
ZERO-INCIDENT
CULTURE



SAFETY AND HEALTH

CONTRACTOR SAFETY FOR LARGE PROJECTS

Contractor ESH performance is an important piece of ONEOK's safety culture.

The same expectations that require our employees to work diligently to maintain a safe working environment apply equally to our third-party contractors, who assist us with the construction, operation and maintenance of many facilities. Their work can impact our performance and reputation.

In 2014, the ONEOK Construction Projects team implemented a new tool, Safety Tracking for ONEOK Major Projects (STOMP), designed to capture and monitor contractors' ESH performance.

STOMP WAS DESIGNED TO PROTECT OUR COMPANY AND CONTRACT EMPLOYEES, EQUIPMENT AND FACILITIES FROM INJURY, INCIDENT OR LOSS AND BETTER FACILITATE CONTRACTOR ESH PERFORMANCE.

In 2015, STOMP tracked and recorded 1,035 contractor incidents*, 3 million hours of labor and 5.6 million miles driven. Our contractor Total Recordable Incident Rate (TRIR) increased to 1.27 in 2015, compared with a 2014 rate of 0.55. The number of "good catches" (leading indicators) increased by 351 events over the previous year. While the events reported increased in 2015, the overall impacts and risk potential of STOMP events were reduced while increasing the number of leading indicators that were reported.

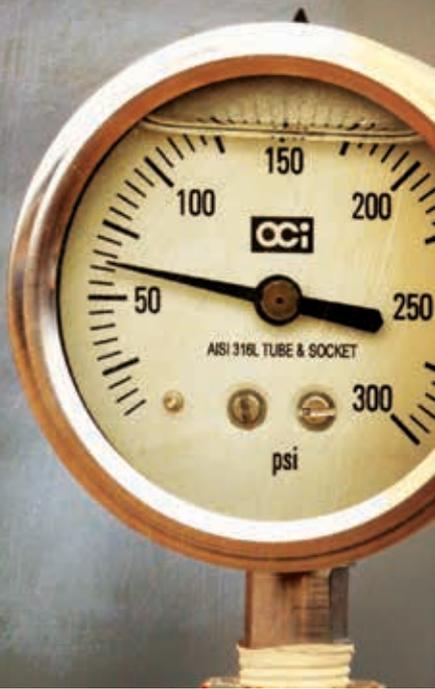
This tool has raised awareness among our contractors using STOMP on the benefits of reporting incidents, implementing corrective actions and identifying events early, which prevents and reduces consequences.

The statistical data from STOMP will enhance current and future contractor selection and allow us to track, year over year, the ESH performance of our contractors supporting large capital projects.

**Incidents are defined as good catches, near misses, first aids and accidents.*



Construction crews perform work on the Roadrunner Gas Transmission Pipeline in West Texas.



SEISMIC RESPONSE

Pipelines react to earthquakes in different ways depending on the type and magnitude of the earth's movement and the construction and maintenance of the pipeline.

ONEOK Partners has developed seismic activity response plans for responding to earthquake activity and inspecting company facilities for related damage.

We employ maintenance and monitoring to mitigate the risk of damage to our assets from geological movement or seismic activity.

Control systems are in place to monitor our facilities and pipelines. If a significant earthquake occurs near one of our facilities, operational protocols for inspections are followed, including, but not limited to:

- Pressure checking pipelines and underground storage caverns;
- Inspecting mechanical integrity at facilities; and
- Examining foundations of structures.

These protocols apply to facilities in each of our business segments.

EMERGENCY TRAINING EXERCISES

Safeguarding our employees, our communities and the environment is a companywide commitment. Whether protecting employees from an asset-related incident or a physical security breach, we are prepared to respond quickly when an incident occurs. How we react in these situations could save lives.

In early 2016, we deployed a video training exercise to teach employees how to respond during an active-shooter incident. An active shooter is defined as “an individual actively engaged in killing or attempting to kill people in a confined and populated area.”

While the likelihood of our employees being involved in an active-shooter incident is low, we want all employees to be prepared to protect themselves in any environment.

In addition to the video exercise, a mock emergency drill simulating a bomb threat was conducted at ONEOK Partners' Guardian I Pipeline System near Channahon, Illinois.

The emergency response scenario simulated a response to a bomb threat at a compressor station, and field personnel and Gas Control were tasked to react as they would if this situation were real.

The drill required coordination between ONEOK Partners employees and Illinois law enforcement, who initiated the bomb threat to the station and Gas Control.

The objectives for the mock emergency included:

- Validating plans and procedures through team discussion;
- Confirming employees' abilities to follow the emergency procedures manual;
- Encouraging employees to apply their collective knowledge and skills to the problems presented in the drill;

- Confirming employees are capable of initiating the ONEOK Communication System call, and maintaining open and accurate communications between the team and necessary responders;
- Facilitating a discussion with key employees about potential emergencies and their responses to any given scenario; and
- Assessing team operability, such as appropriate tools, secondary communications devices and managing a bridge, or emergency, call.

THIS EMERGENCY DRILL WAS A PRIME EXAMPLE OF ONEOK'S CONSTANT WORK TOWARD PROVIDING A SAFE ENVIRONMENT FOR OUR EMPLOYEES, VENDORS AND THE COMMUNITIES IN WHICH WE OPERATE.



ENTERPRISE RISK MANAGEMENT ASSESSMENT

Enterprise risk management (ERM) assessments are companywide risk analyses facilitated by our Audit Services department and performed by officers of the company. They evaluate our risks at an enterprise level based on significance and likelihood while also considering mitigating controls and recent audit findings.

THIS TYPE OF ASSESSMENT IS A STRUCTURED AND DISCIPLINED APPROACH TO RISK MANAGEMENT THAT ALLOWS US TO EVALUATE AND MANAGE UNCERTAINTIES.

Officers are asked to evaluate each risk using multiple criteria, including impact to finances and operations, people, reputation or image, business strategy and the likelihood of the risk occurring. The results of the annual ERM

process are used to guide the company's audit plan to address identified risk with emphasis on the highest risks.

Once completed, the assessment is reviewed with both boards.

In 2015, our ERM process excelled in two areas:

- Peer reviews; and
- Linking ERM risks and controls to drive specific audit testing.

Additionally, part of our annual ERM risk-review process includes an evaluation of our peer companies to identify possible emerging risks.

From one such review, we determined that a peer was evaluating the speed of response to each risk. We identified this as an improvement opportunity for our process to evaluate how quickly each risk could affect our company, if one were to occur. Knowing the onset speed is

useful when developing risk-response plans and mitigating controls; therefore, we incorporated a velocity criteria into our 2015 and future ERM reviews.

Thanks to our ERM process, our risks are clearly defined and monitored, and we have put effective controls in place to mitigate those risks.

SAFETY AND HEALTH HIGHLIGHTS AND AWARDS

- ONEOK Rockies Midstream received a Commendation of Safety Award from the North Dakota Petroleum Council. The award recognizes companies that have achieved significant safety levels.
- Viking Gas Transmission received the Governor's Workplace Safety Award from the Minnesota Safety Council in 2014 and 2015. This award recognizes Minnesota employers for excellence in safety.

- ONEOK Partners received the 2015 Gas Processors Association Midstream Chairman's Award for Safety Improvement, the Perfect Record Award and the Midstream Environmental Excellence Award.
- Mont Belvieu, Texas, NGL storage achieved 55 years without a lost-time injury.
- McPherson, Kansas, isomerization plant achieved 30 years without a lost-time injury.

NATURAL GAS
GATHERING AND PROCESSING

18,800

NATURAL GAS
LIQUIDS

11,500

NATURAL GAS
PIPELINES

6,600

Approximately 37,000 miles of pipeline

*One in
Stewardship*

**OPERATING
ENVIRONMENTALLY
RESPONSIBLY
IS KEY TO OUR BUSINESS
SUCCESS**



ENVIRONMENT

We work hard to minimize the environmental impact of our services while continuously searching for new ways to meet stakeholder expectations for environmental stewardship.

OUR ENVIRONMENTAL COMPLIANCE EFFORTS INCLUDE PROCESSES FOR MANAGING ENVIRONMENTAL RISKS AND REQUIREMENTS WHILE ALSO COMPLYING WITH REGULATORY REPORTING GUIDELINES, INCLUDING GREENHOUSE GAS (GHG) EMISSIONS.

Operating our businesses to meet the environmental expectations of key stakeholders, including regulatory agencies, the communities in which we operate, landowners, customers, employees and investors, continues to be our goal in day-to-day operations.

AGENCY REPORTABLE ENVIRONMENTAL EVENT RATE METRIC

ONEOK established an internal environmental metric in 2014 that became a part of the short-term incentive plan criteria for all ONEOK employees.

The Agency Reportable Environmental Event Rate (AREER) promotes a continued reduction in spills and emission events that are reportable to a state or federal agency.

In 2015, ONEOK had an AREER of 1.58, which was 40 percent lower than our target, and a 49 percent improvement from 2014. This significant accomplishment was achieved through our employees' hard work and dedication to environmental stewardship and protection.

ONEOK continues to set targets to reduce the number of AREER events to demonstrate to all stakeholders our commitment to the environment.

GHG EMISSIONS

We are committed to understanding and managing our carbon emissions and seek ways to improve energy efficiency in our operations. We monitor emissions, undertake projects to manage operating emissions and apply innovative technologies to improve our energy efficiency.

GHG emissions at our facilities primarily result from a combination of natural gas compressor engines and process heaters, and methane and carbon dioxide escaping from operating equipment.

The Environmental Protection Agency (EPA) sets threshold levels and requires GHG reporting for facilities that exceed 25,000 metric tons of carbon dioxide equivalents (CO₂e)¹ emissions per year.

Based on those levels in 2015, we reported emissions from 27 facilities totaling 47.3 million metric tons of CO₂e.

¹ Carbon dioxide equivalent (CO₂e) is a metric used to compare the emissions from various GHGs based on their global-warming potential. It is determined by multiplying the tons of a specific GHG by its associated global-warming potential.



ONEOK Partners' West Texas natural gas liquids facility in Big Spring, Texas

GREENHOUSE GAS EMISSIONS

Total reported: 47.3 million metric tons of CO₂e



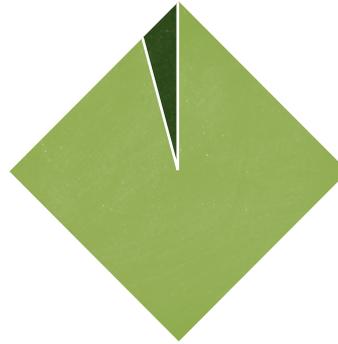
45.4 Supplied to Customers
1.9 Facility-Direct Emissions

As a midstream service provider, ONEOK Partners gathers, transports, processes and stores hydrocarbon products for many customers. ONEOK Partners delivers those products back into the market, and they are eventually delivered to consumers. The chart above represents emissions that would result from the complete combustion or oxidation of products that ONEOK Partners delivered to customers. These emissions are calculated using the annual volume of each fractionated product and multiplying it by an emission factor. Products covered under the rule are ethane, propane, butane, isobutane and natural gasoline. ONEOK Partners' 2015 total emissions supplied to customers were 45.4 million metric tons of CO₂e.

Facility-direct emissions are emissions that result from operating our midstream assets in order to provide services to our customers. Such operations include: natural gas combustion from running compressor engines and process heaters, plus methane and carbon dioxide that escapes from operating equipment and venting and other processes common to natural gas systems. ONEOK Partners' 2015 total facility-direct emissions were 1.9 million metric tons of CO₂e.

EMISSIONS SUPPLIED TO CUSTOMERS

Total supplied to customers: 45.4 million metric tons of CO₂e



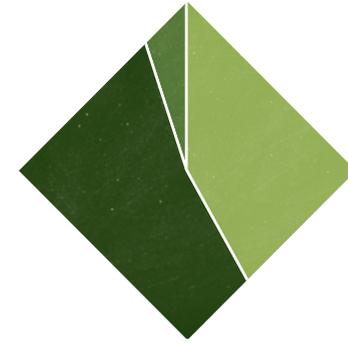
44.4 Natural Gas Liquids
1.0 Natural Gas Gathering and Processing

The chart above represents the estimated GHG emissions that would result from the combustion or oxidation of the natural gas liquids products that ONEOK Partners fractionated and delivered to customers.

This subpart of the mandatory GHG Reporting Rule requires ONEOK Partners to multiply the volume of natural gas liquids products supplied to customers by an EPA-provided emission factor. Products that are produced by ONEOK Partners and covered under this rule are ethane, propane, butane, isobutane and natural gasoline. The majority of the GHG emissions that result from the combustion or oxidation from these products supplied to customers are attributable to ONEOK Partners' natural gas liquids business segment.

FACILITY-DIRECT EMISSIONS

Total reported: 1.9 million metric tons of CO₂e



1.0 Natural Gas Gathering and Processing
0.8 Natural Gas Liquids
0.1 Natural Gas Pipelines and Storage

The chart above represents the facility-direct emissions attributable to each of ONEOK Partners' business segments. Facility-direct emissions include emissions that result from the combustion of fuel and methane and carbon dioxide vented to the atmosphere. Emission sources that vent methane and carbon dioxide to the atmosphere include components (valves, connectors, open-ended lines, flanges, relief valves and meters), compressors, acid gas treatment systems, blowdown vent stacks, dehydrator vents and transmission storage tanks. The main source of facility-direct GHG emissions is from the combustion of natural gas from running compressor engines and process heaters. ONEOK Partners' natural gas gathering and processing segment produces the most facility-direct emissions.

A wide-angle photograph of a construction site for a gas pipeline. In the foreground, a large yellow pipe with a textured surface is laid out on a wooden support structure. A dirt road with tire tracks runs parallel to the pipe. In the background, there are hills and mountains under a clear blue sky. A construction site with an excavator and dust is visible in the distance. Another yellow pipe is partially visible on the right side of the frame.

**AS A MIDSTREAM PROVIDER,
ONEOK PARTNERS TRANSPORTS, PROCESSES
AND STORES HYDROCARBON PRODUCTS
FOR MANY CUSTOMERS.**

Construction on phase two of the Roadrunner Gas Transmission Pipeline in West Texas

CONSERVATION EFFORTS

Kansas Storage Facilities Decrease Brine Spills

In recent years, employees at ONEOK Partners' NGL storage facilities in Bushton, Conway, Hutchinson and Yaggy, Kansas, worked to increase their environmental performance through an initiative to improve brine water systems.

When the number of reportable brine spills at our Kansas storage locations reached more than 70 in 2009, it was evident changes needed to be made. The operating group for those assets made a commitment to reduce reportable brine spills by setting a goal that not a drop of brine should be spilled at our storage facilities.

The improvements came in two forms – infrastructure and work practices.

The company invested significant capital on infrastructure improvement projects. Eight miles of new pipe was installed and approximately six miles of high-density polyethylene liner was installed inside of existing pipe. The durability of some of the brine pond liners was also increased by adding a second layer of liner, as well as a leak-detection system.

Work-practice improvements included better job planning and implementation of spill-prevention techniques.

Since implementing the upgrades, the facilities have seen a dramatic decrease in the number of reportable brine releases – seven in 2015 from 74 in 2009.

Sage Creek Emission Reducing Technologies, Wyoming

The Large Projects group began the first phase of the Sage Creek natural gas processing plant upgrades during the summer of 2015.

After its acquisition in 2013, several new emission-reducing technologies were purchased, including a process flare, amine treatment, thermal oxidizer, additional tanks, electric residue compression and new control software.

This new equipment, once installed, will work to reduce emissions as follows:

- The process flare will control emissions by destroying 98 percent of volatile organic compounds (VOCs) currently

vented into the atmosphere in the event of blowdowns, purges and shutdowns.

- The thermal oxidizer will destroy VOCs currently emitted from the condensate tanks at the plant.
- Amine treatment will reduce CO₂e or hydrogen sulfide (H₂S) within the gas, which will allow the facility to reliably deliver quality products and prevent unexpected outages or curtailments that may result in unplanned emissions.

The additional equipment, along with the new control software, will help the plant operate more efficiently, resulting in fewer losses and with fewer VOC emissions per million cubic feet of natural gas processed at the facility.

2015 RECYCLING INFORMATION FOR ONEOK PLAZA



30,240

Pounds

General Recycled Paper



154,135

Pounds

Shredded Paper



1,640

Pounds

Newspaper/Magazines
(started in May 2015)

1,737

TREES SAVED

We recycled approximately
3.5 times more paper than
we purchased.

Other companywide reported conservation efforts include:

ONEOK Field Services, Kansas

- Total site emissions dropped 65 percent as a result;
- Installed lined secondary containment at Morton, Greensburg, Sharon and Spivey natural gas compressor stations and the Palmer site to minimize environmental risks;
- Changed from a Class I to a Class II facility by installing a smaller, more efficient engine at the Wellsford natural gas compressor station;
- Changed from a Class I to a Class II facility by replacing a Cooper rich-burn engine with a Waukesha lean-burn engine at the Glick natural gas compressor station.

- Eliminated Class I requirements due to closure of the dehydration unit at that facility at the Keener compressor station; and
- Re-established vegetation at Finney 1 and 3, Octopus, Hugoton 1 and 2 areas with native buffalo grass instead of nonnative or unsuited alternatives. The option was more costly but has improved soil stabilization, is wildlife friendly and native to the area.

ONEOK Field Services, Wyoming

- Met with Converse County representatives to discuss business, construction and expansion plans to assist with overall infrastructure planning; and
- Hosted a community open house for Wyoming government officials, landowners and community leaders to demonstrate ONEOK's commitment to the Converse County region and showcase much of the best available control technology utilized at ONEOK facilities.

Natural Gas Liquids Operations, Bushton, Kansas

- Added seven variable-frequency drives on large motors that resulted in a significant reduction of power consumption throughout the year – 30 percent per motor – and a significant reduction to peak loads when starting the motors; and
- Developed a scope to install blowdown control valves on four older boilers that will reduce the amount of water consumed and sent for disposal.

Natural Gas Liquids Operations, Mont Belvieu, Texas

- Reduced water consumption by reducing the cycle times in the cooling towers.

General paper recycling resulted in nearly \$400 contributed to the ONE Trust Fund, a voluntary charitable organization created to help employees in times of personal crisis due to natural disasters, medical emergencies or other hardships.

2015 RECYCLING INFORMATION FOR FIELD LOCATIONS



10,845

Units

Aluminum Cans



19,401

Units

Plastic Bottles



242

Pounds

Fluorescent Light Bulbs



856,066

Pounds

Scrap Metal



84,606

Gallons

Lubrication Oil



629

Pounds

Fluorescent Light Bulbs

ESH METRICS

Safety Statistics

	2011	2012	2013	2014	2015
Number of Employee Recordable Injuries ²	15	15	21	15	15
Number of Employee Recordable Illnesses ³	3	2	3	2	0
Total Injury Rate	0.89	0.84	1.10	0.73	0.64
Total Illness Rate	0.18	0.11	0.16	0.10	0.00
Number of DART Incidents ⁴	5	4	10	5	7
DART Incident Rate	0.30	0.22	0.52	0.24	0.30
Employee Fatalities	0	0	0	0	0
Total Recordable Incident Rate ⁵	1.07	0.95	1.26	0.83	0.64
Number of Preventable Vehicle Incidents ⁶	23	27	23	41	41
Preventable Vehicle Incident Rate ⁷	1.44	1.26	1.11	1.72	1.55

² Total number of work-related deaths and work-related injuries that result in one or more of the following: loss of consciousness, medically prescribed restriction of work or motion, transfer to another job, requirement of medical treatment beyond first-aid and away-from-work cases as defined by the Occupational Safety and Health Administration (OSHA).

³ Total number of work-related illnesses (e.g., carpal tunnel syndrome, hearing standard threshold shifts, chemical exposure, etc.) that result in one or more of the following: loss of consciousness, medically prescribed restriction of work or motion, transfer to another job, requirement of medical treatment beyond first aid and away-from-work cases as defined by OSHA.

⁴ Days away, restricted or transferred incidents (DART) – Total number of lost workday injuries and illnesses as defined by OSHA. A lost workday is one in which (1) the employee is prevented from returning to work, (2) the employee is assigned to another job on a temporary basis, (3) the employee works less than full time or (4) the employee is not able to perform all job duties.

⁵ Total OSHA-recordable injuries and illnesses multiplied by 200,000 and divided by total employee work hours.

⁶ A preventable incident is one in which the driver failed to do everything reasonable to avoid the incident and could include: backing, hitting a fixed object, running into a vehicle ahead, striking a pedestrian, misjudging available clearance, not driving at a speed consistent with the existing conditions of the road, weather, traffic or sight distance.

⁷ Preventable Vehicle Incident Rate (PVIR) is the preventable vehicle incidents per 1 million miles driven.

⁸ Vehicle Incident Frequency Rate (VIFR) is the total vehicle incidents multiplied by 1 million and divided by total miles driven.

Environmental Statistics

	2011	2012	2013	2014	2015
Supplemental Environmental Projects ⁹	\$ 33,125	\$ 3,188	\$ 0	\$ 15,332	\$ 15,413
Environmental Penalties Paid	\$ 5,100	\$ 1,062	\$ 47,200	\$ 69,611	\$ 12,781
Number of Agency Reportable Events ¹⁰	82	44	71	174	167
Agency Reportable Environmental Event Rate (AREER) ¹¹	-	-	-	3.11	1.58

Greenhouse Gas Reporting

CO₂e Reported According to Greenhouse Gas Reporting Rule (million metric tons CO₂e)

	2011	2012	2013	2014	2015
Total CO ₂ e Reported ¹²	51.4	52.9	46.5	45.7	47.3
Supplied to Customers ¹³	50.0	51.4	44.8	43.8	45.4
ONEOK Direct Emissions ¹⁴	1.4	1.5	1.7	1.9	1.9

⁹ An environmentally beneficial project undertaken voluntarily in exchange for mitigation of a portion of a penalty agreed to in settlement of issues of noncompliance or alleged noncompliance.

¹⁰ Total number of unauthorized or unplanned releases of materials (spills, releases or excess emissions) that require an agency notification or the notification of any incident to any agency (e.g., Railroad Commission of Texas, Oklahoma Corporation Commission, Kansas Corporation Commission, Department of Transportation, OSHA, Environmental Protection Agency (EPA), etc.).

¹¹ Agency Reportable Environmental Event Rate (AREER) is defined as the total number of releases and excess emission events that trigger a federal, state or local environmental-reporting requirement (with some exceptions to account for events outside our control, planned maintenance and disparity in reporting requirements across our operations) per 200,000 work-hours. In 2016, ONEOK modified the AREER to divide by work-hours instead of the number of capacity units, which was an asset-based denominator. This modification resulted in the metric being more consistent with other industry metrics such as the Total Recordable Incident Rate (TRIR) as defined by OSHA. The 2014 and 2015 AREER reported in this report differ from previous reports due to the modification.

¹² All emissions reported according to the EPA's Mandatory Greenhouse Gas Reporting Rule. Suppliers of certain products that would result in greenhouse gas (GHG) emissions if released, combusted or oxidized (including emission equivalents of natural gas liquids fractionated); direct emitting source categories; and facilities that inject CO₂ underground for geologic sequestration or any purpose other than geologic sequestration, are required to report under the Greenhouse Gas Reporting Rule. Facilities that emit 25,000 metric tons or more per year of GHGs are required to submit annual reports to EPA.

¹³ Emissions reported according to Subpart NN – Suppliers of Natural Gas & Natural Gas Liquids, part of the Mandatory Greenhouse Gas Reporting Rule. Suppliers of certain products that would result in GHG emissions if released, combusted or oxidized are required to report under this rule. This calculation includes emission equivalents of natural gas liquids fractionated.

¹⁴ Emissions reported according to Subpart C, Subpart PP and Subpart W – General Stationary Fuel Combustion Sources, Supplies of Carbon Dioxide, and Petroleum and Natural Gas Systems, part of the Mandatory Greenhouse Gas Reporting Rule. Under Subpart C, direct emitting sources are stationary fuel combustion sources including equipment or machinery that combusts fuel. Subpart PP requires facilities that capture and inject CO₂ underground for geologic sequestration of any purpose other than geologic sequestration to calculate volume captured. Subpart W, a rule applied in 2011, requires us to report methane and CO₂ that escapes from operating equipment, venting and other processes common to natural gas systems. Facilities that emit 25,000 metric tons or more per year of GHGs under Subparts C and W combined are required to report under these rules.

One in
100
occurrences

**CONTINUOUSLY
WORKING TO REDUCE
EXPOSURE
TO CYBERRISKS**



INFORMATION SECURITY AND BUSINESS CONTINUITY

Technology links our company's physical and information assets, which means our ability to operate reliably depends, in part, on our ability to secure our systems. ONEOK works continually to reduce exposure to cyberrisk by implementing technology and process improvements that address current threats and prepare the company in case of an attack.

INFORMATION SECURITY

We continue to look for effective, and sometimes nontraditional, means of mitigating cyberrisk. In 2015, these efforts focused primarily on processes and technology enhancements that promoted safer user behavior as it pertained to internet usage.

In October 2015, ONEOK began implementing a secure internet-browsing initiative designed to decrease exposure to internet-based cyberattacks.

Phase one of this initiative involved removing personal internet traffic from

the corporate network by establishing a separate wireless network where employees could connect mobile devices for personal browsing without restriction. This greatly reduced the amount of personal internet traffic on our corporate network, allowing us to locate potential threats more quickly.

The second phase involved creating a whitelist, or list of approved, business-related websites that are accessible on the corporate network.

WE ANTICIPATE THE IMPLEMENTATION OF THE WHITELISTING PROGRAM WILL GREATLY REDUCE THE NUMBER OF USERS WHO UNINTENTIONALLY DOWNLOAD MALICIOUS SOFTWARE WHEN VISITING WEBSITES, THEREBY EXPOSING THE COMPANY TO RISK.

ONEOK also enhanced information security in 2015 by implementing:

- **Enhanced pipeline monitoring** – Security upgrades, including enhanced monitoring of our pipeline-control environment;
- **Two-step verification** – Requires users accessing ONEOK's corporate network remotely

to enter a combination of their corporate password and a unique, constantly changing verification code; and

- **Secure outbound email** – Users are able to encrypt sensitive information intended for email distribution to external parties.

ONEOK HAS IMPLEMENTED SEVERAL ENHANCEMENTS WE EXPECT WILL GREATLY REDUCE THE COMPANY'S RISK OF CYBERATTACKS; HOWEVER, WE CONTINUE TO LOOK FOR WAYS TO ENHANCE THE SECURITY OF OUR COMPANY'S ASSETS AND INFORMATION AS THREATS AND TECHNOLOGY EVOLVE.

PERSONAL-BROWSING WIRELESS NETWORK USERS

86%

OF EMPLOYEES ACCESSED THE ONEOK COFFEE SHOP NETWORK IN THE LAST 12 MONTHS

2015 SECURITYSENSE TRAINING

85% OF EMPLOYEES COMPLETED AT LEAST ONE SECURITYSENSE TRAINING MODULE IN 2015.

APPROXIMATELY **21,780** COURSES COMPLETED

NEARLY **1,400** HOURS OF TRAINING COMPLETED

SECURITYSENSE

ONEOK continues to promote employee engagement in all aspects of information security through its voluntary cybersecurity awareness program – SecuritySense.

SecuritySense utilizes monthly, online training modules to educate employees about a variety of security-related topics, including password security, identity theft, risks associated with social networks and responsible use of company email.

In 2015, employees completed approximately 21,780 courses, accounting for 1,407 hours of training. Eighty-five percent of

employees completed at least one SecuritySense training module in 2015. We will continue to evaluate new methods of engagement to increase participation in training modules. SecuritySense continues to be an important tool in ONEOK's information security efforts, providing an effective vehicle to educate employees about potential threats and communicate best practices.

BUSINESS CONTINUITY

Also critical to ONEOK is the continuity of our business operations. Ensuring that we can continue to access critical systems that allow us to operate safely, reliably and environmentally responsibly in the

event of a disaster or disruption is the focus of the Business Continuity team.

ONEOK maintains a business continuity plan composed of 35 individual department plans to guide continued operations if ONEOK is impacted by a natural or man-made disaster, such as tornado, fire, isolated power outage or cyberattack.

OUR BUSINESS CONTINUITY, INFORMATION TECHNOLOGY, INFORMATION SECURITY AND DISASTER RECOVERY TEAMS WORK IN TANDEM TO PREPARE FACILITIES AND EMPLOYEES FOR SUCH AN EVENT.

In 2015, this preparation included the establishment of an alternate

worksite in Tulsa, Oklahoma. The site, completed in May 2015, can house

145 designated team members and provides access to critical systems and data should corporate headquarters at ONEOK Plaza become inaccessible due to a disaster.

ONEOK also has existing worksites established for Pipeline Control and Information Technology; however, we continue to update our response plan based on current needs and establish processes that allow us to continue to deliver services in any environment.

One in
Advocacy

**ADVOCATING
FOR THE INDUSTRY IS
PARAMOUNT
FOR GROWTH**



GOVERNMENT RELATIONS

Our Government Relations team works with state and federal legislators to ensure ONEOK's inclusion in key legislative issues that affect the company's ability to operate. In 2015, we monitored legislation on a variety of issues that could impact our business, including natural gas flaring, increased seismicity, local control, infrastructure and operation security and disaster-response efficiency, as well as the following issues:

TAX LEGISLATION

In 2015, legislative initiatives related to tax issues were proposed at both the state and federal levels. Monitoring, reacting to and commenting on tax legislation are important, as they allow us to be involved in legislation that may be impactful to our industry and company.

Being proactive with tax legislation helps our company to stay competitive in the marketplace and helps us understand potential outcomes that may affect our capital spending and economic impact.

Because a number of proposed legislative initiatives in 2015 challenged current tax statutes

beneficial to our industry, we worked alongside legislators, industry associations and other interested parties to preserve current policies.

One major industry association we worked closely with was the Master Limited Partnership Association (MLPA). In many cases, we work with the MLPA to promote the inclusion, or exclusion, of certain language in legislation.

We also worked closely with legislators to promote legislation and provide education on issues impacting our industry and company.

We view the 2015 tax-legislation outcomes favorably.

RECLAMATION AND RESTORATION

As we continue to invest in capital-growth projects and expand our geographic footprint, we increasingly rely on positive relations with landowners, who see our value and appreciate our commitment to quality. Through these positive, mutually beneficial relationships, projects run smoother and reach completion faster. Understanding

this, we make a conscious effort to work with legislators, educating them on our impact to their region and supporting landowner legislation, including recent reclamation and restoration issues in the Williston Basin in North Dakota.

In 2014, we observed landowner fatigue in the Williston Basin due to tremendous growth in the shale play and, consequently, industry competition over access to land. Landowners became less compelled to negotiate access, placing a new emphasis on positive landowner relations.

In 2015, in an effort to address landowner concerns and the possible regulations and policies that may follow, we continued to educate legislators in the Williston Basin on ONEOK's economic impact in the region while also supporting legislation impactful to landowners.

We supported a One Call amendment that helps fulfill landowners' reclamation and restoration needs while clarifying responsibility for removing tangible marking materials upon completion of excavation work. A clear definition of responsibility and time frame helps maintain positive relationships between ONEOK Partners and landowners.

Also in North Dakota, a pipeline ombudsman program appoints public advocates to provide third-party assistance to landowners in assessing pipeline construction restoration issues. By supporting this legislation, overall satisfaction with the pipeline industry in North Dakota improves, strengthening our ability to complete projects in a timely and cost-effective manner.

We will continue to work with legislators and monitor landowner concerns and legislation that facilitates positive landowner relationships in all of the states in which we operate.

INDUSTRY TRADE ASSOCIATIONS

In 2015, ONEOK paid dues of more than \$625,000 to 44 trade and industry associations and state chambers of commerce, including:

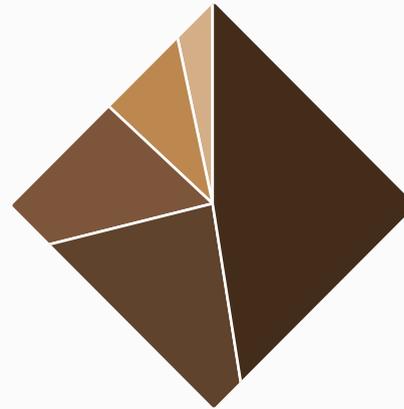
- American Petroleum Institute;
- Association of Oil Pipelines;
- Gas Processors Association;
- Interstate Natural Gas Association of America; and
- MLPA.



2015 ONEOK POLITICAL ACTION COMMITTEE (PAC) CANDIDATE CONTRIBUTIONS

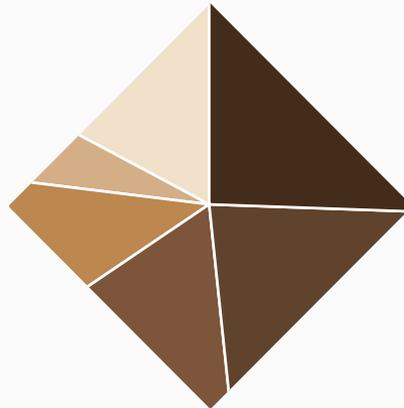
Total Amount Disbursed: \$53,790

2015 State Contributions: \$36,290



\$ 17,300 Oklahoma
\$ 8,600 Kansas
\$ 5,750 Texas
\$ 3,450 North Dakota
\$ 1,190 Montana

2015 Federal Contributions: \$17,500



\$ 4,500 Kansas
\$ 4,000 Oklahoma
\$ 3,000 Texas
\$ 2,000 North Dakota
\$ 1,000 Montana
\$ 3,000 Other

Note: The ONEOK PAC contributions are 100 percent from employee PAC members. ONEOK does not contribute to political candidates.

One in
Community

**STRENGTHENING
THE AREAS WHERE WE
LIVE AND WORK**



COMMUNITY INVESTMENTS

ONEOK invests in the communities where we operate and our employees work and live with the mission to enhance the quality of life and economic well-being for our employees, customers and the general public.

Our Community Investments department strategically collaborates with all areas of the company to better understand our business needs and prioritize investments. Specific efforts are focused on our ability to attract and retain employees and make investments where the company currently is growing.

COLLECTIVE IMPACT

Impacting our communities is accomplished through numerous programs, including financial contributions and volunteer efforts. The programs are established to be proactive and to target investments that align with our company's values and needs, such as grants to schools and emergency responders.

Requests are considered based on proximity to our operations, employee involvement, community impact and collaboration or broad-based community support.

The ONEOK Foundation enables a consistent level of giving through grants and pledges to nonprofit organizations, and ONEOK provides corporate contributions, generally sponsorships, in support of charitable organizations and events.

PRIMARY FOCUS AREAS FOR COMMUNITY INVESTMENTS ARE ARTS AND CULTURE, COMMUNITY IMPROVEMENT, EDUCATION, ENVIRONMENT, HEALTH AND HUMAN SERVICES.

ONEOK encourages employees to volunteer for company-sponsored projects or serve personal time on charitable or civic boards and organizations. ONEOK's Employee Matching Grant program and volunteer service grants further support those efforts.

The company works with employees to make local communities stronger and create a positive environment in which to do business.



Employees volunteer for Tulsa Habitat for Humanity.

NOTABLE FOUNDATION ACTIVITIES IN 2015

\$100,000 Pledge to High Plains Cultural Center in Killdeer, North Dakota

In 2015, the ONEOK Foundation board approved a pledge of \$100,000 in support of the High Plains Cultural Center in Killdeer, North Dakota.

Our commitment helps the new cultural center continue its mission of serving the local community while enhancing the quality of life with the programming and events it offers.

The pledge included an initial, one-time contribution of \$40,000 and the remaining \$60,000 as a challenge grant, which will match any new contributions raised by the center dollar for dollar.

This type of center is the hub of activity and a true resource for smaller communities like Killdeer. By committing a portion of the pledge as a challenge grant, the center is able to leverage our support to gain additional support from potential funders that know it will be matched.

Other 2015 ONEOK Foundation Contributions

- **The Center for Individuals with Physical Challenges** – Tulsa, Oklahoma: A pledge of \$150,000 payable over four years for the center’s Dream Big capital campaign, which expands the facility to provide youth adaptive programs and become a U.S. Paralympic training and event site.
- **Mental Health Association Oklahoma (MHAO)** – A pledge of \$125,000 to MHAO’s Building Oklahoma Building Lives capital campaign to support additional permanent housing for the chronic homeless and a centralized administrative building.
- **Boys & Girls Club of Richland County** – Sidney, Montana: A pledge of \$100,000 to the club’s Great Futures Start Here capital campaign to build a new facility to serve the increasing number of clients and expand programming.
- **North Dakota Safety Council** – Bismarck, North Dakota: \$50,000 in support of a new safety regional training facility, including a hands-on lab.
- **Gateway to Science Center** – Bismarck, North Dakota: \$50,000 in support of building a new state-of-the-art, interactive science center that focuses on science, technology, engineering and math programming, with exhibits and hands-on experiences that help connect science with career opportunities.

2015 COMMUNITY INVESTMENTS HIGHLIGHTS

\$3.5 MILLION in contributions from the ONEOK Foundation.

\$1.9 MILLION in corporate contributions from ONEOK.

4,685 VOLUNTEER HOURS from employees, with an estimated value of **\$105,694** (based on the current volunteer-hour value of \$22.55).



Employees volunteer during the Tulsa Area United Way's Day of Caring.

ONEOK FOUNDATION AND CORPORATE CONTRIBUTIONS

\$5.4 MILLION

2015 TOTAL GIVING BY FOCUS AREA

2015 Foundation Contributions



- 47%** Community Improvement
- 27%** Education
- 20%** Health and Human Services
- 4%** Arts and Culture
- 2%** Other

2015 Corporate Contributions



- 40%** Health and Human Services
- 28%** Civic
- 12%** Other
- 11%** Education
- 5%** Community Improvement
- 4%** Arts and Culture



ONEOK INVESTS IN COMMUNITIES TO
ENHANCE THE QUALITY OF LIFE.
#ONEOKGIVESBACK

Employees help build a home for Tulsa Habitat for Humanity.

2015 MATCHING GRANTS



\$219,347
TOTAL CONTRIBUTIONS

- 44%** Education
- 42%** Health and Human Services
- 8%** Arts and Culture
- 6%** Community Improvement

VOLUNTEER SERVICE GRANTS

The Volunteer Service Grant program was established to encourage and support employee volunteer efforts in the community. Volunteering is an important part of ONEOK's culture and a valuable resource for charitable organizations.

Grants up to \$500 may be awarded annually per employee based on 20 to 40 hours of volunteer service. Grants are awarded to the charitable organization that received the volunteer service, and employees are given the opportunity to present the organization with the grant check.

We are proud that our employees generously share their time and talents to benefit the community.

Information based on 2015 recorded volunteer service:

- Total employees redeemed hours for grant(s): 20
- Total charitable organizations supported through grants: 20 (listed below)
- Total volunteer service grants: \$8,250

- A New Leaf
- Boy & Girls Club of Bartlesville
- Child Abuse Network
- Clarehouse
- Girl Scouts of Eastern Oklahoma
- Green Country Quilters Guild
- Happy Seniors Asian American Association
- Hope Academy
- KIPP Tulsa Academy College Preparatory
- Little Lighthouse
- Meals on Wheels
- Neighbors Along the Line
- Philbrook Museum of Art
- Reading Partners
- Susan G. Komen
- Tulsa CASA
- Tulsa Day Center for the Homeless
- Tulsa Habitat for Humanity
- Tulsa Police Officers Memorial Fund
- Young Marines

2015 TULSA AREA UNITED WAY CAMPAIGN



\$1.3 MILLION
TOTAL CAMPAIGN CONTRIBUTIONS

- 45%** Employee/Director/Retiree Contributions
- 36%** Company Match for Employees Contributions
- 11%** Fundraising Events and Company Match
- 8%** Company Match for Directors/Retirees Contributions

One in
People

OUR PEOPLE
ARE OUR
GREATEST ASSETS



OUR PEOPLE

ONEOK's employees continue to be the driving force behind our success. Their efforts and dedication to the company are especially important in a lower commodity price environment where innovation, creativity and entrepreneurial thinking are paramount.

To ensure our long-term sustainability, ONEOK is committed to attracting, developing and retaining a diverse group of talented employees.

ONEOK has approximately 2,300 employees across our operating footprint, with nearly 1,000 reporting to work at our corporate headquarters in Tulsa, Oklahoma. In 2015, we hired more than 280 new employees – 82 of those whom work in the Williston Basin in North Dakota and Montana. We expect our hiring numbers to remain consistent in 2016.

ONEOK is an equal opportunity employer and encourages people of all races, ethnicities, genders, sexual orientations, gender identities, ages, religions, creeds, national origins, abilities and military/veteran statuses to apply to join our team.

DIVERSITY IS ONE OF ONEOK'S CORE VALUES, AND WE KNOW THAT A DIVERSE WORKFORCE AND INCLUSIVE WORKPLACE ARE INTEGRAL TO CREATING A STRONGER BUSINESS THROUGH INNOVATION AND EMPLOYEE ENGAGEMENT.

To maintain diversity in our applicant pool, our Talent Acquisition team works closely with our diversity and inclusion efforts to establish relationships with inclusion-based programs at the colleges, universities and technical schools from which we recruit.

We are committed to proactively and consciously embracing diversity by recognizing and appreciating the characteristics that make individuals unique. We strive to foster a culture of inclusion and an environment where everyone connected with our company feels valued.

An inclusive workplace continues to be a priority. In 2015, ONEOK deployed a series of online diversity and inclusion training modules to all employees, which more than 90 percent completed. The interactive training helped define diversity and inclusion, explained why the strategy

is important to the continued success of our company and demonstrated how every employee can be involved and make a difference.

In 2015, ONEOK refocused its efforts on women's equity. The company relaunched its Women's Resource Group (WRG), with an updated mission "to strengthen our business performance and position ONEOK as an employer of choice by engaging, developing and retaining women." Within nine months, WRG grew to 535 supporters from 214 in 2014, with male allies accounting for 33 percent of the group's supporter base. Further evidence of ONEOK's commitment to women's equity came when it doubled the number of female officers, who now represent 20 percent of the officer population – mirroring the percentage of women in our workforce.

The company also sought to recognize employees who are military veterans. Teaming with our Community Investments group, a committee was formed to acknowledge on Veterans Day all employees who voluntarily self-identify as veterans. The committee created

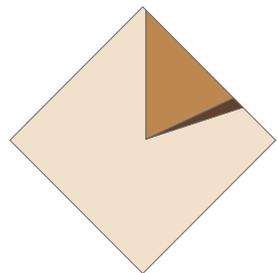
and sent patriotic banners to more than 40 field locations thanking veterans for their service, profiled several of our veterans internally and held an acknowledgment ceremony for veterans in our Tulsa office, which was attended by more than 200 employees.

ONEOK improved its score to 85 out of 100 in the 2015 Human Rights Campaign Corporate Equality Index, up from 70 out of 100 in 2014 – an indication of our continuing commitment to equity for all employees. This index has become a benchmark for large U.S. companies to measure the fair, nondiscriminatory treatment of lesbian, gay, bisexual and transgender employees in the workplace. The Tulsa Regional Chamber's Diversity Business Council also acknowledged ONEOK as a five-star Top Inclusive Workplace, which is an improvement from 2014's four-star ranking.

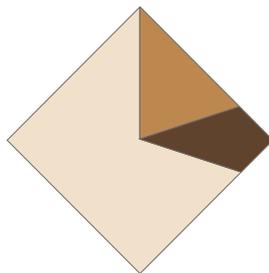
FOCUSING ON BEING A PREMIER EMPLOYER WILL ENABLE US TO RECRUIT AND RETAIN TOP TALENT WHO WILL DRIVE OUR SUCCESS FOR YEARS TO COME.

EMPLOYEES BY THE NUMBERS

All statistics are as of February 2016



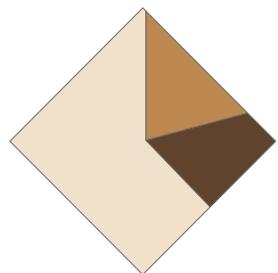
Officers
 Women 20%
 Minorities 2%



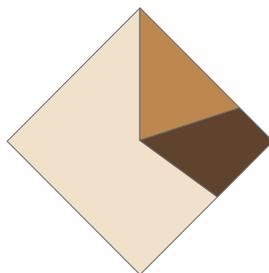
Management*
 Women 20%
 Minorities 10%



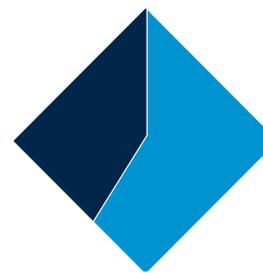
Age
 26-34 24%
 >55 24%
 35-44 23%
 45-54 22%
 <25 7%



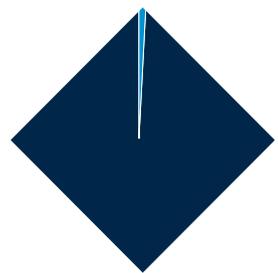
Non-management
 Women 21%
 Minorities 17%



Total Workforce
 Women 20%
 Minorities 15%



Field
 Field 59%
 Non-field 41%



Veteran
 Non-veteran 98%
 Veteran 2%



Exempt
 Non-exempt 52%
 Exempt 48%

Minority and veteran status are self-reported by employees.
 *Does not include officers.



Employees at the West Texas natural gas liquids facility in Big Spring, Texas

DIVERSITY AND INCLUSION COUNCIL MEMBERS

In 2016, the ONEOK Diversity and Inclusion Council added additional members to better accommodate the company's growing emphasis on inclusion.

The council, composed of employees, serves in an advisory role to help ONEOK successfully develop and meet diversity and inclusion strategies, goals and objectives. Together with Justice Waidner Smith, diversity and inclusion program manager, the council will develop, recommend and monitor diversity and inclusion methods, advocate for inclusive practices and provide insight into how diversity and inclusion can improve ONEOK's organizational performance and drive overall business results.

Terry Spencer (Chair)

President and CEO
Tulsa, Oklahoma

Scott Schingen (Co-Chair)

Vice President, Natural Gas Liquids
Fractionation and Storage
Tulsa, Oklahoma

Denise Adams

Director, Rates & Regulatory
Compliance
Tulsa, Oklahoma

Olajumoke "Jumoke" Akingbola

Reservoir Engineer
Tulsa, Oklahoma

Gina Butler

Senior Engineer
Glenrock, Wyoming

Daniel Chargois

Operations Engineer
Sidney, Montana

Mustafa Abdullah Umar Danquah

Manager, Storage Operations
Mont Belvieu, Texas

Victor Dufour

Supervisor, Pipeline Operations
Channahon, Illinois

Rusty Galliton

Supervisor, Maintenance
Medford, Oklahoma

Michael Hairston

Business Systems Analyst
Tulsa, Oklahoma

Mario Jimenez

Supervisor, Instrumentation
and Controls
Ada, Minnesota

Steve Lake

Senior Vice President and
General Counsel
Tulsa, Oklahoma

Rob Martinovich

Executive Vice President and
Chief Administrative Officer
Tulsa, Oklahoma

Henry Nguyen

Senior Financial Analyst
Tulsa, Oklahoma

Oyetunde Oyewo

Supervisor, Engineering
Mont Belvieu, Texas

Hayley Rose

Vice President, Commercial,
Natural Gas Pipelines
Tulsa, Oklahoma

Jon Sauer

Director, Pipeline Operations
Windom, Kansas

Jackie Sommer

Director, Marketing Services
Tulsa, Oklahoma

Megan Washbourne

Director, Communications
Tulsa, Oklahoma

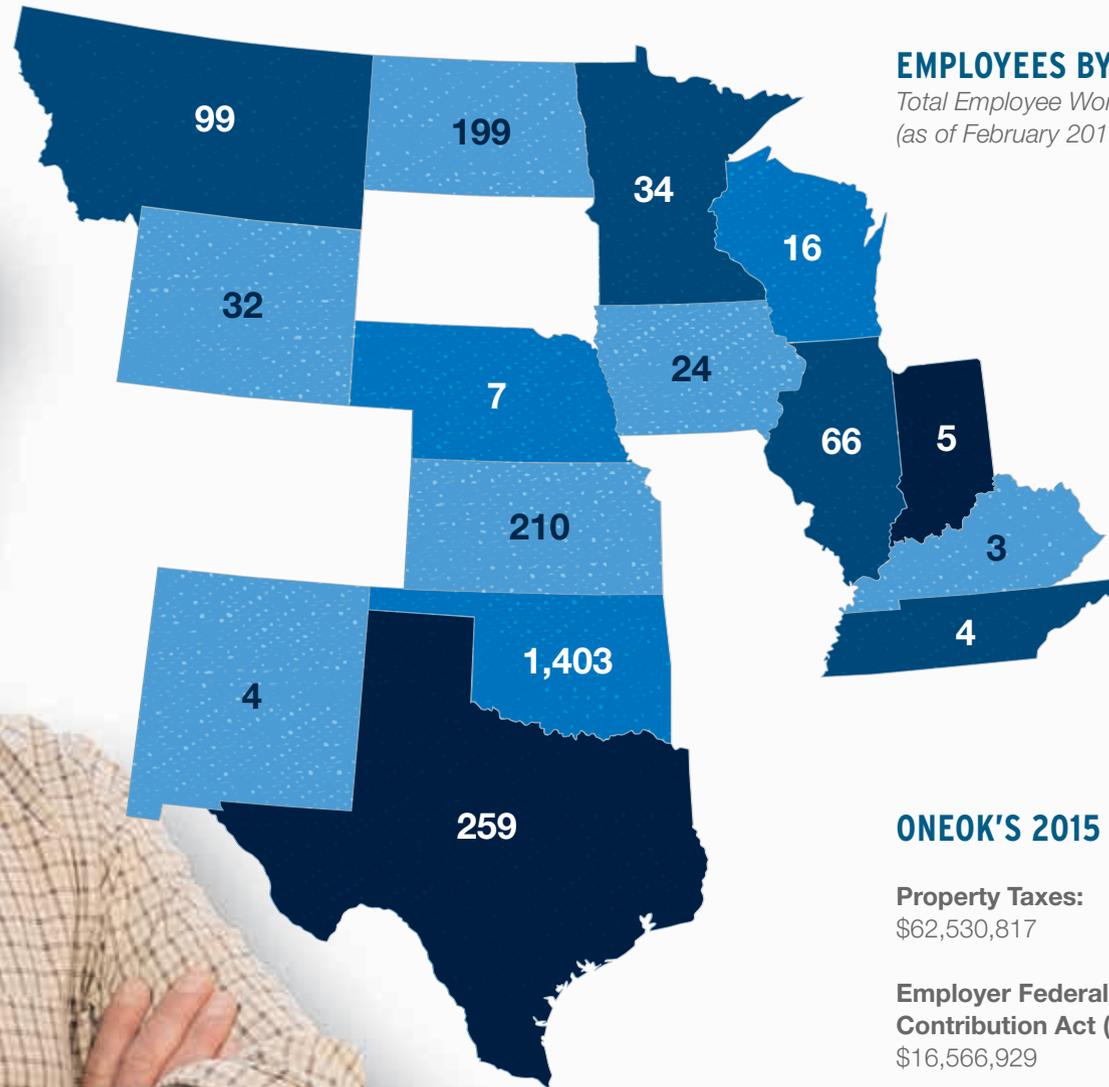
Brady Wheeler

Manager, Processing Operations
Calumet, Oklahoma

Jeff Zumwalt

Human Resources Business Partner
Tulsa, Oklahoma

ECONOMIC IMPACT



EMPLOYEES BY STATE

Total Employee Workforce
(as of February 2016): 2,365

ONEOK'S 2015 TAX PAYMENTS

Property Taxes:
\$62,530,817

Employer Federal Insurance
Contribution Act (FICA) Taxes:
\$16,566,929

2015 PAYROLL

Total payroll in 2015: \$256,462,853

Oklahoma	\$ 168,600,433
Texas	\$ 24,468,480
North Dakota	\$ 17,287,097
Kansas	\$ 16,448,969
Montana	\$ 11,410,420
Illinois	\$ 4,837,210
Wyoming	\$ 3,446,000
Minnesota	\$ 2,612,094
Iowa	\$ 1,712,233
Wisconsin	\$ 1,065,920
Colorado	\$ 934,785
Indiana	\$ 795,679
Nebraska	\$ 430,206
Kentucky	\$ 342,149
New Mexico	\$ 283,269
Missouri	\$ 283,211
Tennessee	\$ 156,299
All Other States	\$ 1,348,399

Payroll information is based on employees' states of residence.

Employee workforce information is based on state of employment.

Because we have a number of employees who live and work in different states, and employees who leave the company throughout the year, comparing payroll and workforce information side-by-side would not necessarily be accurate. Workforce data represents our employee count at one date in time. Payroll data represents a cumulative total paid throughout the year.

ADDITIONAL AWARDS AND RECOGNITIONS 2015

- ONEOK received a five-star ranking as a 2015 Top Inclusive Workplace by the Tulsa Regional Chamber of Commerce's Diversity Business Council.
- *Oklahoma Magazine* listed ONEOK as one of the "Best of the Best" companies to work for in 2015.
- ONEOK received an 85 out of 100 score on the Human Rights Campaign's Corporate Equality Index, which is designed to measure lesbian, gay, bisexual and transgender equity.
- ONEOK was recognized as a "Winning W Company" by 2020 Women on Boards, a national campaign dedicated to increasing the percentage of women on corporate boards to 20 percent by the year 2020. The recognition is given to companies that value the importance of diversity in the boardroom and have 20 percent or more women on their board of directors.
- ONEOK received Platinum Award Recognition and was designated a Fit Friendly Worksite by the American Heart Association.
- ONEOK was recognized as a "Certified Healthy Company" by the Oklahoma State Department of Health, Oklahoma Academy, State Chamber of Oklahoma and Oklahoma Turning Point Council. The company received the Excellence award – their highest designation.
- ONEOK ranked 237 on the FORTUNE 500 company list.
- ONEOK and ONEOK Partners both were listed among the Platts Top 250 Global Energy Companies, ranking 149 and 117, respectively.
- ONEOK ranked 366 on Barron's 500 company list.
- ONEOK and ONEOK Partners both were listed among *Newsweek's* Top Green Companies in the U.S. 2015, ranking 285 and 461, respectively.

PRUDENT FINANCIAL
DECISION-MAKING
IS CRITICALLY IMPORTANT
TO OUR BUSINESS



FINANCIAL HIGHLIGHTS

Consolidated financial information (millions of dollars except for dividends paid per share and distributions declared per unit)

	2013	2014	2015
Operating income	\$ 880.6	\$ 1,143.6	\$ 996.2
Net income attributable to ONEOK, Inc.*	\$ 266.5	\$ 314.1	\$ 245.0
Total assets	\$ 17,741.5	\$ 15,261.8	\$ 15,466.1
ONEOK, Inc. dividends declared per share*†	\$ 1.48	\$ 2.125	\$ 2.43
ONEOK, Inc. market price range			
High	\$ 62.18	\$ 70.98	\$ 51.07
Low	\$ 40.00	\$ 44.30	\$ 18.93
Year-end	\$ 62.18	\$ 49.79	\$ 24.66
ONEOK Partners distributions declared per limited partner unit†			
	\$ 2.89	\$ 3.07	\$ 3.16
ONEOK Partners market price range			
High	\$ 60.59	\$ 59.43	\$ 46.05
Low	\$ 47.10	\$ 38.23	\$ 22.73
Year-end	\$ 52.65	\$ 39.63	\$ 30.13

*Amounts include non-cash impairment charges at ONEOK Partners of \$264.3 million, or 33 cents per share, in 2015; and \$76.4 million, or 9 cents per share, in 2014.

†Dividends/distributions declared for the quarter and paid in the following quarter.

BOARDS OF DIRECTORS

ONEOK, INC.

Brian L. Derksen

Retired Global Deputy Chief Executive Officer, Deloitte Touche Tohmatsu Limited
Dallas, Texas

Julie H. Edwards

Former Chief Financial Officer, Southern Union Company; Former Chief Financial Officer, Frontier Oil Corporation
Houston, Texas

John W. Gibson

Chairman of the Board and Retired Chief Executive Officer, ONEOK, Inc. and ONEOK Partners, L.P.
Tulsa, Oklahoma

Randall J. Larson

Retired Chief Executive Officer, TransMontaigne Partners L.P.
Tucson, Arizona

Steven J. Malcolm

Retired Chairman, President and Chief Executive Officer, The Williams Companies, Inc.
Tulsa, Oklahoma

Kevin S. McCarthy

Co-founder and Managing Partner, Kayne Anderson Fund Advisors
Houston, Texas

Jim W. Mogg

Retired Chairman, DCP Midstream GP, L.L.C.
Hydro, Oklahoma

Pattye L. Moore

Chairman, Red Robin Gourmet Burgers;
Former President, Sonic Corp.
Oklahoma City, Oklahoma

Gary D. Parker

President, Moffitt, Parker & Company, Inc.
Muskogee, Oklahoma

Eduardo A. Rodriguez

President, Strategic Communications Consulting Group
El Paso, Texas

Terry K. Spencer

President and Chief Executive Officer, ONEOK, Inc. and ONEOK Partners, L.P.
Tulsa, Oklahoma

ONEOK PARTNERS, L.P.

Julie H. Edwards

Former Chief Financial Officer, Southern Union Company; Former Chief Financial Officer, Frontier Oil Corporation
Houston, Texas

John W. Gibson

Chairman of the Board and Retired Chief Executive Officer, ONEOK Partners, L.P. and ONEOK, Inc.
Tulsa, Oklahoma

Michael G. Hutchinson

Retired Partner, Deloitte & Touche
Denver, Colorado

Steven J. Malcolm

Retired Chairman, President and Chief Executive Officer, The Williams Companies, Inc.
Tulsa, Oklahoma

Jim W. Mogg

Retired Chairman, DCP Midstream GP, L.L.C.
Hydro, Oklahoma

Gary N. Petersen

Former President and Chief Operating Officer, Reliant Energy-Minnegasco; Retired President, Endres Processing LLC
Minneapolis, Minnesota

Terry K. Spencer

President and Chief Executive Officer, ONEOK Partners, L.P. and ONEOK, Inc.
Tulsa, Oklahoma

Craig F. Strehl

Chief Operating Officer and Partner, LONESTAR Midstream Partners
New Castle, New Hampshire

OFFICERS

*Positions as of March 1, 2016
Ages as of December 31, 2015*

ONEOK, INC. AND ONEOK PARTNERS, L.P.

Terry K. Spencer, 56

President and Chief Executive Officer

Robert F. Martinovich, 58

Executive Vice President and
Chief Administrative Officer

Walter S. Hulse III, 51

Executive Vice President, Strategic Planning
and Corporate Affairs

Wesley J. Christensen, 62

Senior Vice President, Operations

Stephen W. Lake, 52

Senior Vice President, General Counsel
and Assistant Secretary

Derek S. Reinert, 44

Senior Vice President, Chief Financial Officer
and Treasurer

Charles M. Kelley, 57

Senior Vice President, Corporate Planning
and Development

Sheridan C. Swords, 46

Senior Vice President, Natural Gas Liquids

Kevin L. Burdick, 51

Senior Vice President, Natural Gas Gathering
and Processing

J. Phillip May, 53

Senior Vice President, Natural Gas Pipelines

Sheppard F. Miers III, 47

Vice President and Chief Accounting Officer

Eric Grimshaw, 63

Vice President, Associate General Counsel
and Corporate Secretary

GLOBAL REPORTING INITIATIVE INDICATORS

We are committed to continuously improving how we report our impacts and business strategies related to the environment, and the safety and health of our stakeholders. The following table illustrates how this report aligns with the Global Reporting Initiative (GRI) Performance Indicators and where specific information may be found throughout the report.

GRI Indicator	Description	Page(s)
Strategy and Analysis		
1.1	Statement by CEO	1
1.2	Key impacts, risks and opportunities	11,12, 14, 15, 17, 18, 20, 21, 22, 23, 25, 26, 28
Organizational Profile		
2.1	Name of organization	Inside front cover
2.2	Primary brands, products and/or services	2, 9
2.3	Operational structure	2
2.4	Location of organization's headquarters	2
2.5	Countries in which the company has operations	2, 9
2.6	Nature of ownership and legal form	2
2.7	Markets served	2
2.8	Scale of the reporting organization	43
2.10	Awards received in the reporting period	15, 41
Report Parameters		
3.1	Reporting period	Inside front cover
3.3	Reporting cycle	Inside front cover
3.4	Contact point for questions regarding the report	48
3.5	Process for defining report content	Inside front cover
3.6	Boundary of report	Inside front cover
3.11	Significant changes in reporting from previous report	11, 12, 14, 15, 17, 18, 19, 20, 21, 22
3.12	Table identifying the location of the Standard Disclosures in the report	46, 47

GRI Indicator	Description	Page(s)
Governance		
4.1	Governance structure	44, 45
4.2	Indicate whether the chair of the highest governance body is an executive officer	44
4.3	Number of members of the highest governance body that are independent and/or non-executive members	44
4.6	Processes in place for the highest governance body to ensure conflicts of interest are avoided	5, 6
4.8	Statement of mission and values	5
4.14	Stakeholder groups engaged by the organization	Inside front cover
4.16	Approaches to stakeholder engagement	Inside front cover
Economic Performance Indicators		
EC1	Direct economic value generated and distributed	40, 41
EC2	Financial implications and other risks and opportunities of the organization's activities due to climate change	17, 18, 19, 20, 23
EC8	Development and impact of infrastructure investments and services provided primarily for public benefit	31, 32, 33, 34
Environmental Performance Indicators		
EN5	Energy saved due to conservation and efficiency improvements	20, 21
EN6	Initiatives to provide energy-efficient or renewable energy-based products and services, and reductions in energy requirement as a result of these initiatives	20, 21
EN16	Total direct and indirect greenhouse gas emissions by weight	18
EN18	Initiatives to reduce greenhouse gas emissions and reductions achieved	20, 21
EN26	Initiatives to mitigate environmental impacts of products and services, and extent of impact mitigation	17, 18
EN28	Monetary value of significant fines and total number of non-monetary sanctions for non-compliance with environmental laws and regulations	23
Social Performance Indicators		
LA1	Total workforce by employment type and region	36, 40, 41
LA7	Rates of injury, occupational diseases, lost days and absenteeism, and total number of work-related fatalities	36, 40, 41
Society Performance Indicators		
SO3	Percentage of employees trained in organization's anti-corruption policies and procedures	5, 6
SO5	Public policy positions and participation in public policy development and lobbying	28, 29
SO10	Prevention and mitigation measures implemented in operations with significant potential or actual impacts on local communities	11, 12, 14, 15

LEARN MORE AND PROVIDE FEEDBACK

In an effort to conserve paper, we have printed limited copies of this report. An electronic version may be viewed and downloaded at www.oneok.com and www.oneokpartners.com. For more information, and to offer comments and suggestions about this report, please contact:

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