



2017-18

ONEOK'S CORPORATE SUSTAINABILITY,
ENVIRONMENTAL, SOCIAL AND GOVERNANCE (ESG) REPORT



CORPORATE OVERVIEW

ONEOK, Inc. (pronounced ONE-OAK) (NYSE: OKE) is a leading midstream service provider and owner of 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 an extensive network of natural gas gathering, processing, storage and transportation assets.

ONEOK is a FORTUNE 500 company and is included in the S&P 500. For information about ONEOK, visit www.oneok.com. For the latest news about ONEOK, find us on LinkedIn, Facebook and Twitter.

ABOUT THIS REPORT

This report details ONEOK's performance from January 2017 through December 2017, unless otherwise noted.

This report follows the Global Reporting Initiative's (GRI) Standards sustainability reporting guidelines. For an interactive guide that helps readers locate specific GRI framework data within this report, please visit www.oneok.com/sustainability.

The report reflects the most accurate information available to us at the time of publishing.

An online version of this report, as well as more information about our company, is available at www.oneok.com/sustainability.

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CEO LETTER

To Our Stakeholders,

During the past several years, stakeholder expectations have continued to increase for ONEOK to operate in a safe and environmentally responsible manner. We take these expectations and challenges seriously, and I'm proud of our progress in these areas, which compares favorably to our peer midstream energy companies by being in the top quartile of ESG performance as reported in a recent Sustainalytics report.

In this report, we share information on our successes as well as some areas that need improvement, and offer insight into some of our other 2018 initiatives.

A few highlights:

- Building natural gas gathering and processing infrastructure in the Williston Basin over the past four years has resulted in decreased flaring of natural gas in the region to 10.5 percent in December 2017 from 35 percent in February 2014, significantly lower than state established gas flaring regulations.

Williston Basin Flaring Analysis



- For 2017, we reported an Agency Reportable Environmental Event Metric Rate (AREER) of 1.23, an improvement of more than 5 percent, compared with 2016 (see page 15). This internal metric promotes a continued reduction of releases and emissions events that are reportable to a state or federal agency.
- In 2017, we restored the habitats of more than 2,500 acres of land affected during large capital construction projects.
- We created an independent environment, safety and health (ESH) organization to address the shifting stakeholder and industry focus toward environmental sustainability and provide specific responsibilities for guiding our leadership efforts.
- We ranked in the top 20 percent of companies in the U.S. and Canada energy sector Carbon Disclosure Project rankings.

As we execute our capital investment strategy, currently totaling more than \$4 billion through 2020, our commitment to environmental stewardship and corporate citizenship becomes an even more important part of our operations.

Our efforts have not gone unnoticed, and they continue to garner national recognition. 2017's Green Rankings by *Newsweek* magazine ranked ONEOK third in the midstream energy sector. In addition, the Kansas Department of Health and Environment recognized ONEOK with its Pollution Prevention Award, and the Environmental Federation of Oklahoma presented the company with its Environmental Excellence Award.

We continue to seek new and innovative ways to increase our conservation efforts. Last year, our NGL storage facility in Conway, Kansas, reduced its total water usage by 59 percent and emitted 75 fewer tons of volatile organic compounds (VOCs), compared with 2016. Additionally, the Overland Pass Pipeline delivery station reduced its Greenhouse Gas emissions by 95 percent, compared with 2016, following the installation of specialized equipment.

Other conservation efforts include:

- Creating an internal energy management program to better understand our energy consumption, evaluate potential energy efficiencies and implement new processes.
- Planting more than one-third of the 50,000 trees through North Dakota's Planting for the Future project.
- Implementing 10,000 measurement facilities powered by solar energy in the last 15 years.

More in-depth information on these initiatives and many more are available in this report.

The largest contributor in making ONEOK a responsible and sustainable company comes from our talented, diverse and experienced employees. I encourage our employees to embrace ONEOK's core values of **ethics, quality, diversity, value and service** and work every day to ensure these values are apparent in all that we do. I'm proud of our diversity and inclusion efforts and how we've incorporated them into our business and culture.

The Human Rights Campaign recently awarded ONEOK with a Corporate Equality Index score of 95 out of 100, making ONEOK **the highest-ranked Oklahoma-based company** included in its rankings; and the Tulsa Regional Chamber again in 2017 named ONEOK a Top Inclusive Workplace. You can read more about these recognitions on page 27. While recognition is appreciated, we are not focused on receiving awards. ONEOK's commitment to diversity also extends to the board level, where women comprise 20 percent of membership and hold prominent positions, including the board's lead independent director, Julie H. Edwards; and the chair of the compensation committee, Pattye L. Moore. The more we are able to maximize the positive impacts of a diverse and inclusive workplace, the stronger our culture becomes.

While we remain committed to being a good corporate citizen, we continue to explore different opportunities that could have a greater influence in the communities where we operate and where our employees live and work.

I hope this report helps you assess for yourself how well ONEOK is doing in these important areas, and we welcome your feedback on these efforts and this report. 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

AWARDS AND RECOGNITIONS

Best ^{IN} Class

Awarded for Defined Contribution Plans 401(k) and PSP

NAMED ONE OF 26 COMPANIES OUT OF MORE THAN 3,000 APPLICANTS BY PLANSPONSOR MAGAZINE



**Newsweek's
2017
TOP GREEN
COMPANIES
IN THE U.S.**

281 among U.S. 500 and
15 out of 33 in the energy sector

YMCA
OF GREATER TULSA
PARTNER

TO PROVIDE DIABETES
PREVENTION PROGRAM



**TOP INCLUSIVE
WORKPLACE**

Ranked by the Tulsa Regional
Chamber of Commerce's
Diversity Business Council, 2017



DESIGNED TO MEASURE LESBIAN, GAY,
BISEXUAL AND TRANSGENDER INCLUSION

**FORTUNE 500
249**



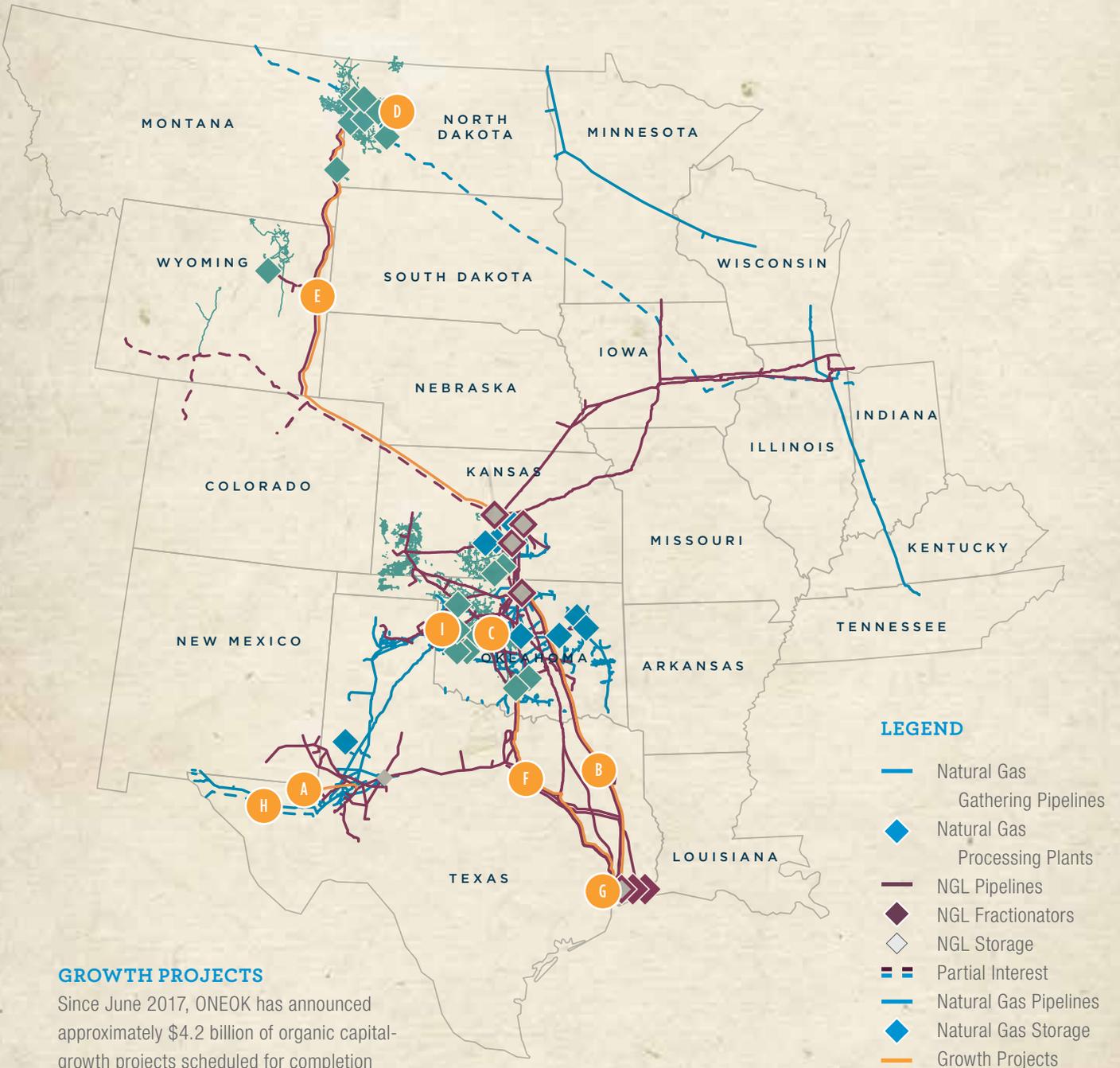
PLATTS TOP 250
GLOBAL ENERGY
COMPANIES
126



FTSE4Good

In 2018, ONEOK was included in the FTSE4Good Index. Companies in this index have met stringent environment, social and governance criteria.

OUR ASSETS



GROWTH PROJECTS

Since June 2017, ONEOK has announced approximately \$4.2 billion of organic capital-growth projects scheduled for completion through 2020 to support increasing production across ONEOK's operating footprint, which include the following:

- A** West Texas LPG System Expansion
- B** Sterling III Pipeline
- C** Canadian Valley Plant Expansion
- D** Demicks Lake Plant
- E** Elk Creek Pipeline
- F** Arbuckle II Pipeline
- G** MB-4 NGL Fractionator
- H** Roadrunner and ONEOK WesTex Expansion
- I** ONEOK Gas Transportation Expansion



GOVERNANCE

noun – The framework of rules and practices by which a board of directors ensures accountability, fairness and transparency in a company's relationship with its all stakeholders.



CORPORATE GOVERNANCE AND ETHICS

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 workplace and improving the quality of life for employees where they live and work.

CORPORATE GOVERNANCE - BOARD OF DIRECTORS

Our board of directors and management are committed to maintaining strong corporate governance practices that promote and protect the long-term interests of our investors. Our corporate governance practices are designed not just to satisfy regulatory and stock exchange requirements but also to provide for effective oversight and management of our company, and include:

- A 10-member, balanced board with deep experience and diverse expertise relevant to our strategy, business and industry, including two members added since 2015.
- Annual election of directors.
- Majority voting for directors.
- Long-standing shareholder engagement program.
- Regular review of our strategic plan.
- Board leadership provided by a nonexecutive chairman of the board, a lead independent director and independent committee chairs.
- Robust director nominee selection process.
- Bylaws that provide for proxy access by eligible shareholders.
- Regular board and committee performance evaluation.
- Long-standing commitment to corporate responsibility and sustainability, including safety and health, environmental performance, community leadership and investment and oversight of public policy engagement.
- Mandatory director retirement age of 73.
- A commitment to regular board refreshment.
- Independent Audit, Executive Compensation and Corporate Governance Committees.

- Regular executive sessions of nonmanagement directors and independent directors.
- Risk oversight by full board and committees complemented by a comprehensive annual enterprise risk-management process.

As of March 2018, the ONEOK board had 10 members, eight of whom are independent.

All directors of ONEOK have proven leadership, sound judgment, integrity and a commitment to our success. For a full listing of ONEOK board members, see page 43.

CORPORATE STRATEGIES

Our board is actively involved in overseeing, reviewing and guiding our corporate strategies. The board regularly reviews our company's business strategies, including an in-depth evaluation of the risks and opportunities facing our company and its businesses, at an annual strategic-planning session.

In addition, long-range strategic issues, including the performance, strategic fit and operational safety of our businesses, are discussed as a matter of course at regular board meetings. Members regularly discuss corporate strategy throughout the year with management. The board views risk management and oversight as an integral part of our strategic-planning process, including mapping key risks to our corporate strategy and seeking to manage and mitigate risk.



Rhett, project coordinator, in Geary, Oklahoma

RISK OVERSIGHT

We engage annually in a comprehensive enterprise risk-management (ERM) process to identify and manage risk. Our ERM assessment is designed to enable a mutual understanding between our board and management of the effectiveness of our risk-management practices and capabilities, our risk exposure and guidance on when to elevate certain key risks for discussion at the board level.

The program, overseen by our chief financial officer, is a key part of our annual strategic-planning process and is designed to identify, assess, monitor and manage risks that could affect our ability to fulfill our business objectives or execute our corporate strategy.

Our process involves the identification and assessment of a broad range of risks and the development of plans to mitigate these risks. These risks generally relate to the strategic, operational, environmental, financial, regulatory compliance and human resources aspects of our business. The board gets periodic updates on specific key risks throughout the year.

INVESTOR ENGAGEMENT

Our board believes accountability to investors is an indicator of good corporate governance and that regular investor engagement is important to our company's success. Our company frequently engages with investors on a variety of topics, with particular focus on matters relating to our company's publicly disclosed strategy and financial performance. Our company also engages with investors to discuss matters relating to governance, compensation, safety, environmental and other current and emerging issues that the board and our management understand are important.

For more detailed information on corporate governance, view the 2018 Proxy statement at www.oneok.com.

CORPORATE COMPLIANCE AND ETHICS

For more than a century, we have built a reputation as a company with integrity that takes pride in doing the right thing.

The ONEOK Corporate Compliance and Ethics program is designed to help ensure our actions and business practices are in compliance with all applicable laws and regulations and are based on trust, honesty and integrity through open communications and adherence to the highest standards of personal, professional and business ethics.

We require all directors, officers and employees to adhere to our Code of Business Conduct and Ethics in addressing the legal and ethical issues encountered while conducting work for our company. Our Code of Business Conduct and Ethics requires our directors, officers and employees to avoid conflicts of interest, comply with all applicable laws and other legal requirements, and conduct business in an honest and ethical manner and otherwise act with integrity and in our company's best interest. All directors, officers and employees are required to report any conduct that they believe to be an actual or apparent violation of our Code of Business Conduct and Ethics.

We offer many available internal and external methods for the reporting of ethical concerns and provide information and guidance on how these methods may be used. Our reporting program includes:

- Compliance and Ethics Code and policies that tell individuals how to get help and seek advice.
- The Whistleblower Hotline is prominently displayed on ONEOK Online, our intranet, as well as on posters displayed throughout the company.
- ONEOK.com, our external website, includes a Governance section that features the Whistleblower Hotline page and provides a submission platform for complaints or concerns under the Whistleblower Policy.

As a result of these efforts and others, ONEOK has experienced measurable success in maintaining ethical standards in a variety of areas, including leadership, company culture, employee comfort in reporting concerns and raising potential conflicts of interest, corporate social responsibility and trustworthy customer relations.

These successes allow us to return greater value to our stakeholders.

ETHICS AND COMPLIANCE HIGHLIGHTS

- In 2017, we achieved 100 percent employee acknowledgement of the Code of Business Conduct and Ethics, the Statement of Policy Regarding Conflict of Interest and the Securities/ Insider Trading Policy.
- In April 2017, we introduced an automated conflict of interest request for determination process. The automated process:
 - » Implemented a more efficient data entry process for employees.
 - » Provided online access to reviewers.
 - » Allowed for the tracking of requests while the request is in-process.
 - » Allowed for quicker determinations.
- New initiatives in 2017 included:
 - » Anti-Corruption Program Enhancements, including an International Third-Party Risk Management Guideline, Anti-Corruption Questionnaire and Anti-Corruption Certification.

2017
FINALIST
BEST COMPLIANCE
AND
ETHICS PROGRAM

CORPORATE SECRETARY MAGAZINE



DILIGENCE

noun – The quality of being careful and persistent in work or effort.

02

Robert, plant operator, at the Panther Creek natural gas processing plant in Leedy, Oklahoma

ENVIRONMENT, SAFETY AND HEALTH

NEW CORPORATE ESH ORGANIZATION ANNOUNCED

As the expectations of our stakeholders continue to grow with respect to our ability to operate in a safe, environmentally responsible and sustainable manner, it is essential to continue strengthening our commitment to improve our ESH performance. Our employees, the communities we work in, regulators and our investors look to our company to provide long-term sustainability around these initiatives.

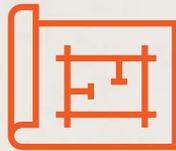
Though ONEOK has performed well in providing a safe workplace for employees and contractors, mitigating exposures of different risks to the public and reducing our impact on the environment, additional action was deemed appropriate to meet increasing stakeholder's expectations. This is especially true for issues related to environment, safety and health strategies, technical training, management systems, climate change impact and other ESH sustainability opportunities.

As a result, in July 2017, a new, independent ESH organization was created to address the shifting stakeholder and industry focus toward environmental sustainability and provide specific responsibilities for guiding our leadership efforts around ESH.

The new organization consists of four groups:



SAFETY AND HEALTH



MANAGEMENT SYSTEMS



TECHNICAL TRAINING



ESH SUSTAINABILITY



Wes, plant operator, at the Canadian Valley natural gas processing plant in Calumet, Oklahoma

ESH LEADERSHIP

Our ESH Leadership Committee, created in 2008, is responsible for providing vision, leadership, direction and oversight for all our ESH programs, processes and management systems.

In 2017, the committee reorganized its structure in an effort to create opportunities for process improvement and develop strategies to create and embrace a sustainable ESH culture throughout the organization.

The structural change created two new subcommittees: Operations and ESH Management.

The new subcommittees aim to improve knowledge sharing, increase initiative execution opportunities and identify various metrics and trends that can improve our ESH performance.



COMMITMENT

noun – The state or quality of being dedicated to a cause, activity, etc.



Ariele, supervisor, processing operations, at the Mont Belvieu fractionation facilities in Mont Belvieu, Texas

SAFETY AND HEALTH

ESH ASSESSMENT PROCESS

The ESH Assessment Program kicked off in 2017 with three pilot locations. This pilot program, which focused on compliance with ESH policies and procedures and the identification of best practices, was conducted at our MB-1 NGL fractionation facility in Mont Belvieu, Texas; our Canadian Valley natural gas gathering and processing facility in Calumet, Oklahoma; and our Depew Storage natural gas pipelines storage facility in Depew, Oklahoma; and utilized internal subject-matter experts to review ESH compliance and potential risks.

For 2018, six assessments are planned. The pilot program has helped identify specific improvement areas fostering collaboration and knowledge sharing between the business segments and the departments involved.

Processes such as this drive continuous improvement that incorporates the “Plan, Do, Check and Adjust” philosophy that is the foundation of our operating management system.



Brian, instrumentation technician, at the Mont Belvieu fractionation facilities in Mont Belvieu, Texas.

SAFETY AND HEALTH CAPABILITY REVIEW

In 2016, our ESH department began a Safety and Health Capability Review to evaluate the effectiveness of various safety programs, processes and tools we use across our operations.

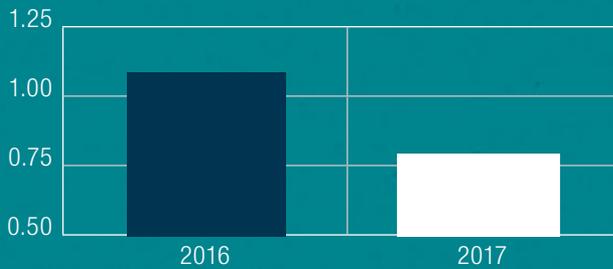
The goal was to capitalize on the numerous safety improvements our company has made over the years and integrating our technical and compliance capabilities across all our operating groups. The review was an opportunity to better understand the existing practices utilized across our operations and to identify areas where knowledge sharing and the increased application of consistency would yield improvements.

Twenty-four reviews were completed in 2016 with multiple processes implemented in 2017. Examples included:

- Utilizing technology to improve execution and consistency
 - » Implemented electronic work permits - Utilizing mobile technology, similar to what some employees use for their personal lives, provides us with the opportunity to measure statistical trends across all permits.
- Automated Management of Change (MOC)
 - » The creation of an automated MOC procedure process streamlines the formal review process for managing risks associated with a process, procedure or equipment change. In its electronic format, the process can be monitored from start to finish remotely by all MOC members.



TOTAL RECORDABLE INJURIES AND ILLNESSES RATE



24%
REDUCTION
OF THE TOTAL RECORDABLE INJURIES
AND ILLNESSES RATES

TOTAL RECORDABLE INJURIES AND ILLNESSES RATE

ONEOK has put processes in place to help improve the safety and health of our employees in many areas of our operations. One area our commitment and efforts are displayed is in the more than 24 percent reduction of the Total Recordable Injuries and Illnesses Rates from 1.05 (25 incidents) in 2016 to 0.78 (19 incidents) in 2017.

We continually evaluate these processes to identify certain focus areas and opportunities for improvement that will meet the high expectations set by our leadership and expected by our employees, customers, regulators and stakeholders.

PREVENTABLE VEHICLE INCIDENT SEVERITY RATING

The Preventable Vehicle Incident Rate is a metric used to gauge employee driving performance and help us manage safety risks associated with driving.

A Preventable Vehicle Incident (PVI) is any incident involving a fleet or rental motor vehicle that results in an injury to any person or damage to any vehicle or property where the driver could have reasonably avoided the incident.

In 2016, a severity category was added to the PVI metric to help our leadership better classify and trend our vehicle incidents.

Through increased awareness and utilization of Telematics, we reduced the number of higher impact events in Tier 1 through Tier 3 by 50 percent in 2017, compared with 2016. Telematics monitors employees' driving behavior and provides immediate feedback to the driver if a parameter is exceeded. We installed the new system in 1,075 of our fleet vehicles across our business.

We expect this new software to continue to improve driving habits, improve fuel efficiency and reduce energy consumption.

PUBLIC AWARENESS PROGRAM

The purpose of the ONEOK Public Awareness Program is to educate the public on pipeline safety and product storage. Our company is committed to the participation and allocation of the necessary resources to develop, implement and manage the program.

Our safety brochures are mailed regularly to those who live and/or work near our pipelines and/or storage facilities, emergency responders, public officials, excavators and farmers.

The objectives of the program are to:

- Raise the awareness of key stakeholders of the presence of pipelines in their communities.
- Educate those who live or work near our pipelines and our storage facilities to recognize and properly react to a pipeline leak or emergency.
- Help excavators understand the steps they can take to prevent damage and to respond safely and promptly should their actions cause damage to our facilities.



**Know what's below.
Call before you dig.**

- Better educate the affected public, emergency officials, local public officials and other key groups about our organization's emergency response and key safety procedures in the unlikely event of an operating incident.
- Help emergency response agencies better understand the safe and proper actions to take to respond to a release or emergency.



In 2017, we reached out to more than half a million adjacent public, excavators and emergency response officials.

SAFETY AND HEALTH HIGHLIGHTS AND AWARDS

Members of the ONEOK Rockies Midstream Safety and Health team based in the Williston Basin recently completed the National Safety Council's Advanced Safety Certificate program. The program develops employees into safety practitioners who can contribute to creating a culture of safety.

The team's training included 96 hours covering principles of occupational safety and health, safety management techniques and fundamentals of industrial hygiene. The curriculum has helped the team to:

- Think critically about safety.
- Develop and execute effective safety plans.
- Quickly identify hazards and implement corrective actions.
- Solve occupational safety workplace problems.

Other highlights include:

- Antelope Hills natural gas processing plant in Crawford, Oklahoma, achieved a safety milestone – the completion of 35 years without a lost-time incident.
- Cheney natural gas processing plant in Cheney, Kansas, achieved a safety milestone – the completion of 50 years without a lost-time incident.
- Viking Gas Transmission received an Annual Corporate Safety Award from the Wisconsin Safety Council.



SUSTAINABILITY

noun – Creating long-term stakeholder value by implementing strategies that balance operations within the ESG and financial spheres.

Kim, supervisor, environmental compliance, at the Grasslands natural gas processing plant in McKenzie County, North Dakota

ENVIRONMENT

ONEOK's operating commitment to environmental compliance sets the expectation that the company operates responsibly and employs best management practices that help mitigate the potential impacts of our operations on the environment. ONEOK's environmental professionals provide analysis, guidance and training around environmental compliance and protection of sensitive resources to applicable stakeholders.

SUSTAINABILITY GROUP FOCUSES ON ENVIRONMENTAL INNOVATION

We believe companies that anticipate and manage current and future sustainable opportunities and risks by focusing on quality, innovation and productivity will emerge as industry leaders and are more likely to create a competitive advantage and long-term stakeholder value.

In 2017, ONEOK created a sustainability group within the previously referenced corporate ESH organization to increase the focus on the challenges and opportunities our industry is facing regarding environmental sustainability. The group is establishing a proactive approach to promoting sustainable ESH practices and awareness into business planning and operational processes.

Key strategies include:

- Evaluating opportunities to improve conservation and recycling programs.
- Identifying opportunities to reduce company greenhouse gas (GHG) emissions.
- Increasing stakeholder outreach.
- Documenting environmental achievements.
- Further engaging employees in ONEOK's ESH sustainability initiatives.

In 2018, this group will be conducting an environmental and social materiality assessment to determine what is material to ONEOK's operating processes and the potential environmental impacts.

AGENCY REPORTABLE ENVIRONMENTAL EVENT RATE METRIC

ONEOK's Agency Reportable Environmental Event Rate (AREER)¹ is an internal environmental metric that influences the short-term incentive criteria for all ONEOK employees. AREER promotes a continued reduction of releases and emission events that are reportable to a state or federal agency. While there is not an industrywide metric for environmental measurement, we understand that targets and incentives play an important role in improving our environmental performance.

AREER RESULTS



In 2017, ONEOK reported an AREER of 1.23. While the result did not meet our set target of 1.11, it represented an improvement of more than 5 percent compared with 2016. This is the third straight year that ONEOK employees' hard work and dedication to environmental stewardship has resulted in a reduction in the number of reportable spills and emission events.

We continue to set challenging but achievable targets to reduce the number of AREER events and our environmental impacts. We consistently look for ways to improve energy efficiency and manage our carbon emissions across our operating footprint, including implementing innovative technologies and undertaking projects to manage our operating emissions. Our 2018 target remains at 1.11.

TOP 20%
OF COMPANIES IN THE U.S. AND CANADA ENERGY SECTOR.

CARBON DISCLOSURE PROJECT

In 2017, the Carbon Disclosure Project (CDP) received climate disclosures from more than 1,000 companies worldwide. The CDP is an international organization that works with shareholders and corporations to disclose the carbon emissions of participating companies. ONEOK participated for the fifth consecutive year and ranked in the top 20 percent of companies in the U.S. and Canada energy sector. We voluntarily report to the CDP in an effort to provide additional transparency to our already robust environmental reporting platforms. We publicly document our response to climate change strategies through the CDP.

¹ 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 disparities in reporting requirements across our operations) per 200,000 work hours.

Of the 108 U.S. companies included in the energy sector, 16 responded to at least one investor-led program in 2017, which includes climate change, water and forests. A company goes through four main steps in the scoring process starting with disclosure of its current position, moving to awareness, which looks at whether a company is conscious of its environmental impact, to management and lastly leadership.

PROTECTING OUR RESOURCES

We are committed to protecting the environment during the construction and operation of our assets. Environmental surveys are completed for wetlands, streams, protected species and cultural resources before construction projects begin. Our environmental specialists consult with applicable environmental agencies and conduct extensive studies to identify environmental resources and implement measures to avoid or minimize impacts.

Protection of Water Resources When Constructing Large Projects

The assessment of potential environmental effects during a new pipeline project involves a three-tiered conservation approach: avoidance, minimization and mitigation.

Geographic layout of the proposed pipeline route is selected by analyzing water resources in the beginning stage of the project. The environmental team reviews water resource data along the pipeline footprint and then identifies water crossings that may need to be avoided.

When avoiding water resources is not possible, we reduce our footprint by narrowing the project right of way. In some cases, the impact may be further minimized by using different crossing methods such as tunneling or boring that do not disturb the stream bed or surface water.

During construction, effects on water resources are mitigated in several ways. We maintain internal environmental guidelines for pipeline projects that hold contractors to high standards and best management practices during construction.

Stream-crossing methods are planned and approved in advance to ensure that environmental controls are adequate for each water body. In active construction across stream banks, sediment barriers and storm water filtration devices are installed and maintained regularly to eliminate storm water runoff.

Our environmental guidelines also provide timelines for stream bank stabilization and restoration in accordance with applicable regulations, which increase efficiency and reduce soil exposure time post construction.

Additional environmental controls include restrictions on refueling equipment near water bodies. These restrictions require secondary containment and a 100-foot offset from surface water. Dewatering and hydrostatic discharge activities also follow environmental guidelines that ensure the discharges are released through filtration controls in vegetated upland areas to minimize impacts.

Leak Detection

ONEOK dedicates resources to the development and/or implementation of leak detection systems that can identify potential leaks in a timely manner and thereby reduce the impact if such an event occurs. Leak detection methods are broadly classified into two categories: external leak detection methods (i.e. aerial patrol and on-site inspection) and internal leak detection methods (i.e. pressure flow monitoring and computational pipeline monitoring). ONEOK currently has at least one form of leak detection device deployed on 100 percent of its NGL pipeline assets and has implemented computational pipeline monitoring (the most advanced form) on more than 65 percent of its NGL pipeline assets. ONEOK has a team dedicated to evaluating and implementing leak detection techniques on all NGL pipelines in ONEOK's footprint.

Williston Basin Flaring Analysis

Significant drilling activity in recent years in the Williston Basin has caused natural gas production to exceed the capacity of existing natural gas gathering and processing infrastructure, which results in the flaring of natural gas by producers.

25% DECREASE

IN FLARING OF NATURAL GAS IN THE WILLISTON BASIN REGION*

By reducing the number of greenhouse gas and other criteria air emissions such as nitrogen oxide (NOx) sulfur oxides (SOx) and volatile organic compounds (VOCs), we are directly impacting the reduction in flaring in the region. In other words, we're capturing more gas than ever before and will continue to work toward reducing emissions to meet regulatory flaring targets.

**See Williston Basin Flaring Chart on the inside front cover.*

ONEOK significantly increased its natural gas gathering and processing infrastructure over the past four years through the construction of additional processing plants, compression capacity and gathering pipelines. This increase in infrastructure has resulted in decreased flaring of natural gas in the Williston Basin from 35 percent in February 2014 to approximately 10 percent in December 2017, while production has increased over the same time period.

We continue to work proactively with crude oil and natural gas producers in this area to forecast locations where infrastructure may support increased natural gas capture and reduce flaring. As production grows, these partnerships remain important to measurable reductions in flare percentages.

ONEOK CONTINUES TO IMPROVE GREEN RANKINGS

ONEOK's continued focus on environmental performance was recognized again in 2017 by environmental research organizations that monitor some of the largest publicly traded companies in the U.S. and the world.

Newsweek magazine's Green Rankings list the 500 largest publicly traded companies in the U.S. (the U.S. 500) and the 500 largest publicly traded companies globally (the Global 500) on overall environmental performance, and is considered one of the world's foremost corporate environmental rankings.

In 2017, ONEOK was ranked third in the midstream energy sector.

Newsweek works with several environmental research organizations to create the rankings, which aim to assess each company's actual environmental footprint and management of that footprint, related policies and strategies and reputation among environmental experts.

The *Newsweek* Green Rankings follow the core principles of transparency, objectivity, public data, comparability and engagement.

Other environmental recognitions throughout our operating footprint include:

- The southwest Kansas operations group was awarded the Kansas Department of Health and Environment's 2017 Pollution Prevention (P2) Award for an ongoing compressor station consolidation project. The P2 Award recognizes projects that eliminate or reduce the generation of pollutants or wastes at the source, or projects that conserve natural resources. This project *reduced* the following from ONEOK's environmental footprint:
 - » Approximately 159.9 tons per year of nitrogen oxides.
 - » 191.07 tons per year of carbon monoxide.
 - » 12.4 tons per year of VOCs.
 - » 0.1 ton per year of sulfur dioxide.
 - » 3.2 tons per year of particulate matter.
 - » 418 million cubic feet per day of fuels used in operations.
 - » 110 hours per month of labor.
- ONEOK was presented with the 2017 Environmental Federation of Oklahoma Frank Condon Environmental Excellence Award, which recognizes companies that have implemented innovative, voluntary and effective environmental programs.
- Workgroups within our Natural Gas Pipelines and Natural Gas Liquids operations groups were selected as the ESH Operational Excellence Award winners in 2017. The awards are presented annually to internal operating workgroups that demonstrate exceptional ESH performance as measured by both leading and lagging indicators. The winners are chosen by the ESH Leadership Committee after receiving recommendations from the operating units' leadership and ESH teams. Each of the award winners completed 2016 without incurring an employee recordable injury, a

preventable vehicle incident or an agency reportable environmental event. The winners also differentiated themselves from other operating groups by completing numerous ESH initiatives.

2017 RECYCLING INFORMATION FOR ONEOK CORPORATE HEADQUARTERS

Paper

- General recycled paper: 13,533 pounds
- Shredded paper: 98,923 pounds
- Newspaper/magazines: 3,382 pounds
- Recycled approximately 285 percent more paper, compared with 2016

Number of trees saved through paper recycling: 1,048

Aluminum cans: 19,835 units

Plastic bottles: 11,073 units

Fluorescent light bulbs: 160 pounds

Toner: 356 cartridges

Batteries: 180 pounds

582% INCREASE

IN SCRAP METAL RECYCLING

81% INCREASE

IN CONSTRUCTION MATERIAL RECYCLING

REPORTED RECYCLING AT FIELD LOCATIONS

- Scrap metal recycling increased 582 percent in 2017. Infrastructure development and construction, including new capital projects, resulted in a significant increase in scrap metal recycling from field locations. Gathering systems optimization reduced the number of compressors through consolidation, resulting in 935,567 pounds of scrap metal recycling.
 - » Scrap metal recycled in 2016: 209,498 pounds
 - » Scrap metal recycled in 2017: 1,427,967 pounds
- Construction materials recycling increased 81 percent in 2017.
 - » Construction materials recycled in 2016: 874,000 pounds
 - » Construction materials recycled in 2017: 1,585,878 pounds
- Lubrication oil: 35,610 gallons
- Batteries: 4,951 pounds



ONEOK was presented with the 2017 Environmental Federation of Oklahoma Frank Condon Environmental Excellence Award.

CONWAY STORAGE FACILITY

59%
REDUCTION

IN TOTAL WATER USAGE

CONWAY STORAGE FACILITY

75.64 TONS
FEWER

VOCS EMITTED

OVERLAND PASS PIPELINE

95%
REDUCTION

IN GHG EMISSIONS

CONSERVATION EFFORTS

Conway NGL Storage Facility Reduces Water Consumption

There are financial and environmental costs associated with every gallon of water used. Initiatives to reduce water consumption in 2017 resulted in a 59 percent reduction in total water usage at the Conway Storage facility in Kansas. By increasing salinity levels of brine, the net change of water used at the facility was 8,116,300 fewer gallons of water in 2017 compared with 2016.

- 2016 Water Usage: 13,807,100 gallons (metered).
- 2017 Water Usage: 5,690,800 gallons (metered).

Reduced Energy Consumption with LED Upgrades

The Stateline natural gas processing facility in North Dakota replaced hundreds of fluorescent bulbs, accompanying ballasts and sodium lamps and accompanying ballasts with LED lighting. LED lighting upgrades have occurred at facilities in the Midwestern Gas Transmission system and Osage Storage. LED lighting is being evaluated in the design of new and upgraded facilities.

Methane and GHG Reduction Technologies and Practices

- Conway Storage facility reduces VOC emissions: The facility installed equipment in 2017 to begin capturing VOC emissions from gasoline-loading activities. This initiative resulted in significant VOC emission reductions: 75.64 tons fewer VOCs were emitted in 2017 compared with 2016.
- North System pump stations install cyclone filters: Four cyclone filters were installed at the Winterset and Massena pump stations, replacing seal flush filters. This eliminates the hazardous waste stream at these facilities and reduces emissions that occurred during seal flush filter changes.
- Blowdown volume management: Operations takes great strides to reduce the volume of product flared or blown down during all maintenance activities. One such reduction strategy includes the utilization of the liquid recovery pump at the Overland Pass Pipeline delivery station to reduce flared product to 1.5 barrels per filter change from 11 barrels, lowering emissions throughout the year. This activity alone reduces GHG emissions from blown down events by 95 percent.

North Dakota's 'Planting for the Future' Project

ONEOK will be involved in planting approximately 20,000 of 55,000 trees planned for the state in 2018. This planting will allow us to fulfill a tree-planting obligation to the North Dakota Public Service Commission as part of the review and approval for the completion of the Bear Creek NGL Pipeline project while making an improvement to the available wooded habitat in North Dakota. Large-scale plantings of native tree species creates ecological wildlife habitat, which reduces erosion impacts and improves soil quality. In addition to these benefits, the replanting of trees will capture an estimated 464,000 pounds of carbon dioxide once mature.



ONEOK WILL BE PLANTING MORE THAN

1/3 OF 50,000

TREES THROUGH NORTH DAKOTA'S
'PLANTING FOR THE FUTURE' PROJECT

Launch of New Waste Application Module

ONEOK's companywide environmental management application launched its waste application module in 2017. The waste application improves visibility and repeatability in waste management, provides more efficient waste disposal scheduling processes and serves as the sole, consistent environmental application module companywide for waste management.

Full implementation of the Enablon technology application, which includes air and water applications, is expected to be complete by the second quarter of 2020.

Community Beautification and Improvements

Employees contributed to environmental initiatives in various communities in 2017 through the beautification and improvement of various public-use areas and habitats, including:

- Oklahoma
 - » Employees and family members participated in the 12th annual Lake Overholser and Stinchcomb Wildlife Refuge Cleanup in Oklahoma City. Participants combed through wooded areas by foot and paddled kayaks along the banks of the Canadian River to collect refuse. This project collected 2 tons of refuse and recyclable materials from Lake Overholser and the surrounding area.
 - » Employees participated in two of Fairview Public Schools' cleanup days, trimming at least 30 bushes and hedges at the middle school and high school and filling four 12-foot trailers with trash and trimmings.

- Texas
 - » Employees volunteered for the Keep Midland Beautiful Adopt-A-Spot cleanup – ONEOK committed to a minimum of two cleanups per year as part of its 2016 adoption of a 1.2-mile area on the frontage road of a highly traveled loop in Midland, Texas.
 - » Employees volunteered for the semiannual Chamber County Adopt-A-Beach cleanup in Mont Belvieu.
- Williston Basin
 - » Employees in Montana and North Dakota participated in four cleanup events: Sidney Cleanup in Montana, Dickinson Cleanup, Clean Williston and Watford City's Pick Up the Patch in North Dakota.

Follow-Me Printing Continues to Reduce Printing, Paper Use

In 2016, Follow-Me Printing technology, a printing solution that allows users to retrieve print jobs from any printer on the corporate network using a ONEOK ID badge, was implemented at ONEOK Plaza to reduce expenses from duplicate devices and abandoned print jobs, among other benefits.

In 2017, a 12 percent reduction in printing resulted in paper savings of 1,412 pounds and 170 trees saved.



Solar panels at the ONEOK Gas Transmission facility in Broken Arrow, Oklahoma

10,000 MEASUREMENT FACILITIES POWERED BY SOLAR

WORKING TO MAKE A DIFFERENCE THROUGH RENEWABLE ENERGY AND HABITAT RESTORATION

Facilities Powered by Solar

Currently more than 10,000 of our measurement facilities are utilizing solar power. As we continue to look for ways to improve energy efficiencies across our operations, we are exploring the technology's benefits at a number of our newer, larger sites. Since many of our facilities are in remote locations, solar power is often a more reliable solution, and the cost of implementation continues to become more cost effective as well.

Renewables

We believe there is ample demand in the marketplace for a variety of energy sources, especially when they complement one another, as do natural gas and renewables like wind and solar. Additionally, ONEOK utilizes these renewables in a number of ways, including through the purchase of electricity, a percentage of which is wind-generated, and the implementation of solar technology at various facilities.

Energy Management Program – Load Shedding

In 2016, ONEOK created an internal Energy Management Program to provide dedicated resources to understanding our energy consumption, evaluating potential energy efficiencies and implementing new processes. Among various processes identified is load shedding, which consists of reducing our electric consumption at key times and locations while not impacting our ability to operate and service our customers.

AT ANY GIVEN TIME,
10 TO 50%
OF OUR ENERGY
CONSUMPTION
IS FROM
RENEWABLES
—
SPECIFICALLY WIND AND
SOLAR ENERGY.

In 2017, we began implementing load-shedding techniques on a variety of our assets. Ultimately, the 14 hours of load shedding implemented over a few months resulted in approximately \$1 million in savings. We expect this cost savings to increase as we continue exploring ways to expand this practice and other methods to improve energy efficiencies.

2,545 ACRES RESTORED

Habitat Restoration

We are committed to the full restoration of habitats that may be impacted during large capital construction projects, which includes determining the appropriate seed mixes and plant species in the area, as well as properly separating soil throughout construction. In 2017, we successfully restored the habitats of 2,545 acres where new pipelines were constructed. As we continue to execute on our capital-growth strategies, full restoration of right of way will remain a key focus.



\$1 MILLION

IN COMPANY SAVINGS FROM 14 HOURS OF ELECTRICITY LOAD SHEDDING.

BEFORE



AFTER



Mustang Gas Transmission Pipeline restoration before and after.

REPORTED CO₂e THROUGHPUT INTENSITY*



15% DECREASE

SINCE 2014

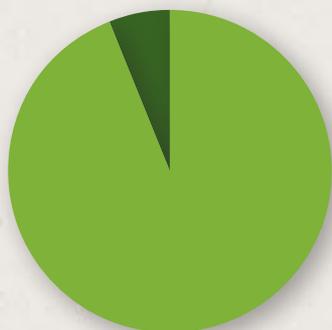
*The greenhouse gas-throughput intensity metric normalizes total reported Scope 1 and Scope 3 emission levels under the EPA's Greenhouse Gas Reporting Program (GHGRP) to annual throughput. Natural gas operational information provided in the 10-K was converted to barrel-of-oil-equivalent (BOE) using the U.S. Internal Revenue Service conversion of a single BOE as equal to 5.8×10^6 BTU to provide a common denominator.

■ mt CO₂e/throughput (BOE)

GREENHOUSE GAS EMISSIONS²

Based on 2017 GHG threshold levels, we reported emissions from 29 facilities totaling approximately 52.5 million metric tons of carbon dioxide equivalents (CO₂e)³.

Emissions at our facilities result from natural gas combustion from operating natural gas compressor engines and process heaters, plus methane and carbon dioxide that escape operating equipment, and venting and other processes common to natural gas systems. Reporting is required for facilities at or above the 25,000 metric tons of CO₂e per year threshold set by the EPA.



Total Emissions

Total reported: 52.5 million metric tons of CO₂e

49.6 Supplied to Customers (Portions of Scope 3)
2.9 Facility-Direct Emissions (Scope 1)

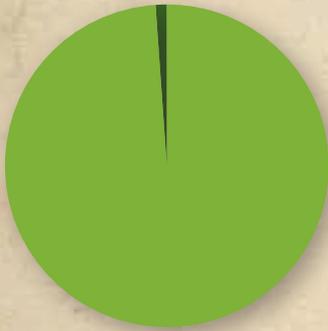
As a midstream service provider, ONEOK gathers, transports, processes and stores hydrocarbon products and delivers those products into the marketplace, which are ultimately delivered to consumers or end users.

The above chart represents scope 1 and 3 emissions. The portions of scope 3 emissions reported would result from the complete combustion or oxidation of NGL products that ONEOK 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's 2017 total emissions supplied to customers were 49.6 million metric tons of CO₂e.

Facility-direct emissions, or scope 1 emissions, are those 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's 2017 total facility-direct emissions were 2.9 million metric tons of CO₂e.

² ONEOK's operations do not result in the emitting of ozone-depleting substances into the atmosphere.

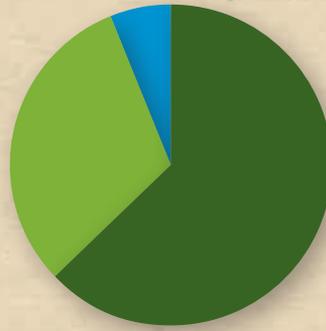
³ Carbon dioxide equivalent (CO₂e) is a metric used to compare the emissions from various GHGs based on their global-warming potential. It is determined by multiplying the metric tons of a specific GHG by its associated global-warming potential.



Emissions Supplied to Customers

Total supplied to customers: 49.6 million metric tons of CO₂e

- 48.9** Natural Gas Liquids
- 0.7** Natural Gas Gathering and Processing



Facility-Direct Emissions

Total reported: 2.9 million metric tons of CO₂e

- 1.9** Natural Gas Gathering and Processing
- 0.9** Natural Gas Liquids
- 0.1** Natural Gas Pipelines and Storage

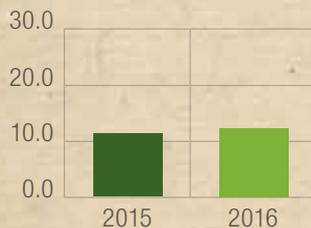
The above chart represents the facility-direct emissions attributable to each of ONEOK's business segments. Facility-direct emissions include emissions that result from the combustion of fuel and methane and emissions vented to the atmosphere. Emission sources that vent to the atmosphere include fugitive components (valves, connectors, open-ended lines, flanges, relief valves and meters), compressors, acid gas treatment systems, blowdown vent stacks, dehydrator vents and 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's natural gas gathering and processing segment produces the most facility-direct emissions.

Other emissions reported in 2017 include:

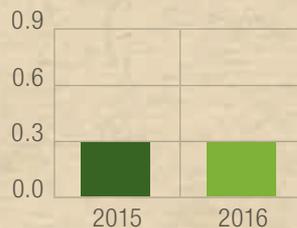
- Criteria Air Emissions: As part of our commitment to environmental sustainability and transparency, below are emissions reporting data for nitrogen oxides (NO_x), sulfur oxides (SO_x) and VOCs emissions for all facilities required to report air emission inventories. Note: 2017 data was not available at the time of this report.

CRITERIA AIR EMISSIONS (THOUSANDS/METRIC TONS)

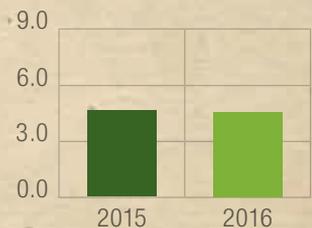
NO_x



SO_x



VOCs



ELECTRIC CONSUMPTION

3.6 BILLION Total Kilowatt Hours Consumed

2.1 Total Scope 2 CO₂e Emissions in Million Metric Tons Attributable to Electricity Consumption

ESH METRICS
Safety Statistics

	2014	2015	2016	2017
Number of Employee Recordable Injuries ⁴	15	15	23	16
Number of Employee Recordable Illnesses ⁵	2	0	2	3
Total Injury Rate	0.73	0.64	0.96	0.66
Total Illness Rate	0.10	0.00	0.08	0.12
Number of DART Incidents ⁶	5	7	18	8
DART Incident Rate	0.24	0.30	0.75	0.33
Employee Fatalities	0	0	0	0
Total Recordable Incident Rate ⁷	0.83	0.64	1.05	0.78
Number of Preventable Vehicle Incidents ⁸	41	41	33	30
Preventable Vehicle Incident Rate ⁹	1.72	1.55	1.22	1.12

Large Projects Contractor Safety Statistics

	2017
Number of Injuries	1
Number of DART Incidents	0
DART Incident Rate	0.00
Total Recordable Incident Rate	0.45
Near Misses ¹⁰	11
Good Catch ¹¹	106
Hours Worked	~445,000



⁴ 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).

⁵ 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.

⁶ 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.

⁷ Total OSHA-recordable injuries and illnesses multiplied by 200,000 and divided by total employee work hours.

⁸ 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.

⁹ Preventable Vehicle Incident Rate (PVIR) is the preventable vehicle incidents per 1 million miles driven.

¹⁰ Near Miss is defined as an unplanned event that did not result in injury, illness or damage, but had the potential to do so.

¹¹ Good Catch is defined as the observation, and ultimately the recording, of a potential event.



Lonesome Creek natural gas processing plant in McKenzie County, North Dakota

Environmental Statistics

	2014	2015	2016	2017
Supplemental Environmental Projects ¹² *	\$15.3	\$15.4	\$5.9 †	\$31.9
Environmental Penalties Paid *	\$69.6	\$12.8	\$3.5 †	\$18.0
Number of Agency Reportable Events ¹³	64	37	31	30
Agency Reportable Environmental Event Rate (AREER) ¹⁴	3.11	1.58	1.30	1.23

* Reported in thousands of dollars.

† Supplemental Environmental Projects and Environmental Penalties Paid in 2016 have been revised to address an inadvertent accounting error.

Greenhouse Gas Reporting

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

	2014	2015	2016	2017
Total CO ₂ e Reported ¹⁵	45.7	47.8	50.0	52.5
Supplied to Customers ¹⁶	43.8	45.9	47.5	49.6
ONEOK Facility-direct Emissions ¹⁷	1.9	1.9	2.5	2.9

¹² 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.

¹³ Total number of releases and excess emission events that trigger a federal, state or local environmental reporting requirement.

¹⁴ 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.

¹⁵ 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.

¹⁶ 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 NGLs fractionated.

¹⁷ Emissions reported according to Subpart C and Subpart W – General Stationary Fuel Combustion Sources 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 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. On Oct. 22, 2015, the EPA revised Subpart W to include two new industry segments for reporting year 2016. The revision adds emissions from inshore petroleum and natural gas gathering and boosting segment and transmission pipeline blowdowns. 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.



DEDICATION

noun – An exceedingly strong feeling of support and loyalty for something or someone.



Andy, supervisor, at the Garden Creek natural gas processing plant in Watford City, North Dakota

OUR PEOPLE

DIVERSITY AND INCLUSION

When it comes to diversity and inclusion (D&I), ONEOK ranks high among our peers, with scores that have been increasing – and celebrated – in recent years.

In 2017, our D&I efforts and employee-focused culture received multiple recognitions, including:

- The Inclusive Workplaces Award, 5/5 stars, from the Tulsa Regional Chamber.
- 20 percent by 2020 – Winning Company from *Women on Boards*.
- Corporate Equality Index, 95/100 from the Human Rights Campaign.
- "Great Companies To Work For" from *Oklahoma Magazine*.

The more we are able to maximize the positive impacts of a diverse and inclusive workplace, the stronger our culture becomes. Through collaborative efforts in Diversity and Inclusion and Talent Acquisition, we are able to attract and retain talented employees who strengthen our work environment and contribute to our long-term business success.

The D&I team launched two new business resource groups in 2017: the Black/African-American Resource Group and Veterans Resource Group, joining the Women's Resource Group, which formed in 2008. Business resource groups are voluntary, employee-led groups that serve as resources for both members and our company. As diversity is one of ONEOK's core values, the purpose of every business resource group is to foster a diverse, inclusive workplace that is aligned with ONEOK's vision and mission. These groups are open to all employees and offer members professional development, networking and mentoring opportunities.

In addition, ONEOK's Diversity and Inclusion team and business resource groups provided multiple business education and professional development opportunities to our employees. Highlights included:

- A presentation on the importance of company culture and relationship building leading up to and during one of our pipeline projects.
- A Black History Month program led by award-winning author Clifton Taulbert and attended by students from a Tulsa-area high school.
- A presentation on the power of influence led by nationally renowned women's leadership coach Jo Miller.
- A presentation on how to communicate effectively in any setting, with any audience.
- A webinar series that included small-group discussions on topics like personal leadership brand, leading from any level and speaking up.
- A speakers club where employees honed their presentation and public speaking skills, as well as gained confidence in leading groups, large and small.

Most of these events were webcast to our field locations. In addition, our Sidney, Montana, office hosted an event discussing generational differences, and 30 field locations participated in our Veterans Day celebration.

To share D&I resources with all employees and leaders, we launched an internal D&I website to allow easy access to the latest D&I information, as well as up-to-date inclusive leadership resources. We also launched a monthly, one-stop-shop D&I email for employees that includes upcoming events, employee profiles and inclusion-related resources delivered directly to their inboxes.

216% INCREASE
SINCE 2013

CORPORATE EQUALITY INDEX SCORES



Note: The Corporate Equality Index is released each year and provides an in-depth analysis and rating of large U.S. employers and their policies and practices pertinent to diversity and inclusion.



TALENT ACQUISITION AND RETAINING EMPLOYEES

- 2017 college recruitment program
 - » Number of total school visits (career fairs/networking events) in both core university recruiting schools and core technical recruiting schools: Approximately 40.
 - » Number of interviews from selected students: Approximately 230.
 - » Number of students in ONEOK summer internship program or full-time trainee program resulting from recruiting efforts: 39 interns and 11 trainees.

BENEFITS

Maintaining a competitive edge in the marketplace provides stability for employees and gives our company a boost in hiring and retaining high-caliber talent, thus enhancing the company's sustainability.

This theme applies to our business operations and to our employee benefits programs. We regularly compare our benefits to those offered by our peers and make adjustments as needed to ensure we are offering a competitive benefits package within our market and industry. Maintaining a benefits package that is beneficial for our employees and the company as a whole is an important goal for the Human Resources department.

Below is a list of a few of the benefits ONEOK offers:

- Employees may choose between a traditional Preferred Provider Organization (PPO) Plan and a High-Deductible Health Plan (HDHP) with a health savings account.
- Health benefits for domestic partners.
- Flexible spending accounts.
- Participants in both health plan options have access to low-cost 24/7 medical care through telemedicine providers.
- 401(k) plan (featuring 100 percent immediate company match up to 6 percent of eligible compensation).
- Profit sharing plan (quarterly company contribution equal to 1 percent of eligible compensation; annual company profit-sharing contribution of 2 percent to 6 percent of eligible compensation).
- Employee stock purchase program (15 percent discount on purchase of up to \$25,000 in value annually).
- Employee stock award program (awarded to employees each time share price reaches a new high).
- Dental benefit coverage.
- Vision insurance coverage.
- Life insurance coverage.
- Employee assistance program.
- Tuition reimbursement program.
- Adoption assistance program.
- Scholarship program.
- Short-term and long-term disability programs.

By partnering with our 401(k) plan administrator, ONEOK ensures its employees are provided with retirement resources to help them build a solid foundation for their retirement income. These resources include live and on demand webinars, on-site group meetings and one-on-one consultations, customized personal education campaigns, and online tools and calculators for retirement readiness topics including money management, asset allocation and retirement income modeling.

In addition to providing D&I efforts throughout our workplace, we also seek to support inclusion initiatives in the communities in which our employees live and work. In 2017, ONEOK supported more than 15 D&I-related community events and sponsored a science, technology, engineering and math (STEM) education program in five schools within our geographic footprint. Among those was our hosting a "Natural Gas Visibility Day" for Tulsa-area high school students from historically underrepresented backgrounds to visit ONEOK and learn about the careers in our industry.

Other highlights included our participation in:

- The annual Dr. Martin Luther King Jr. Commemorative Parade in Tulsa.
- Oklahomans for Equality's annual Equality Gala.
- YWCA Tulsa's Women of the Year Pinnacle Awards.
- Oklahoma State University's Women's Business Leadership Conference.
- 100 Black Men of Tulsa's annual Awards & Scholarship Gala.
- Hispanic American Foundation's Noche de Gala.
- John Hope Franklin Center's Dinner of Reconciliation.

In addition, our D&I staff provided diversity and inclusion education and support to multiple area nonprofits to help them further their D&I efforts, such as the "Empower Her/Hidden Figures" STEM event for approximately 400 girls from 14 Tulsa-area schools. Others include the Tulsa Area United Way's Women's Leadership Council D&I Advisory Committee, the University of Oklahoma's Sylvia Lewis Women's Leadership Conference and the Oklahoma Center for Community and Justice.

The D&I team also partnered with Talent Acquisition and University and Technical School Recruiting to host several D&I visits/virtual meetings at various universities.

University and Technical School giving from the ONEOK Foundation or corporate contributions totaled \$144,450, of which 28 percent (\$39,800) was D&I related, exceeding our goal of 25 percent D&I funding.

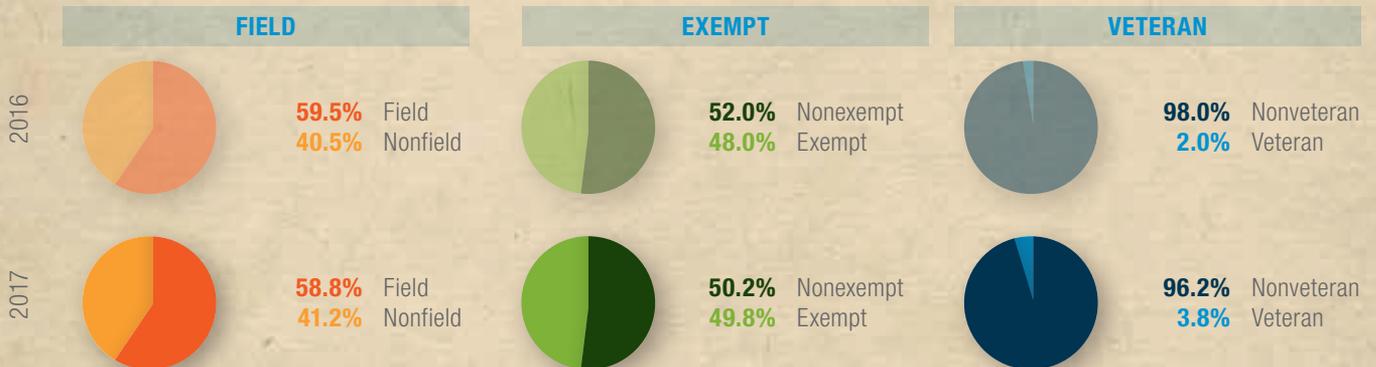
EMPLOYEES BY THE NUMBERS

All statistics are as of March 31, 2018

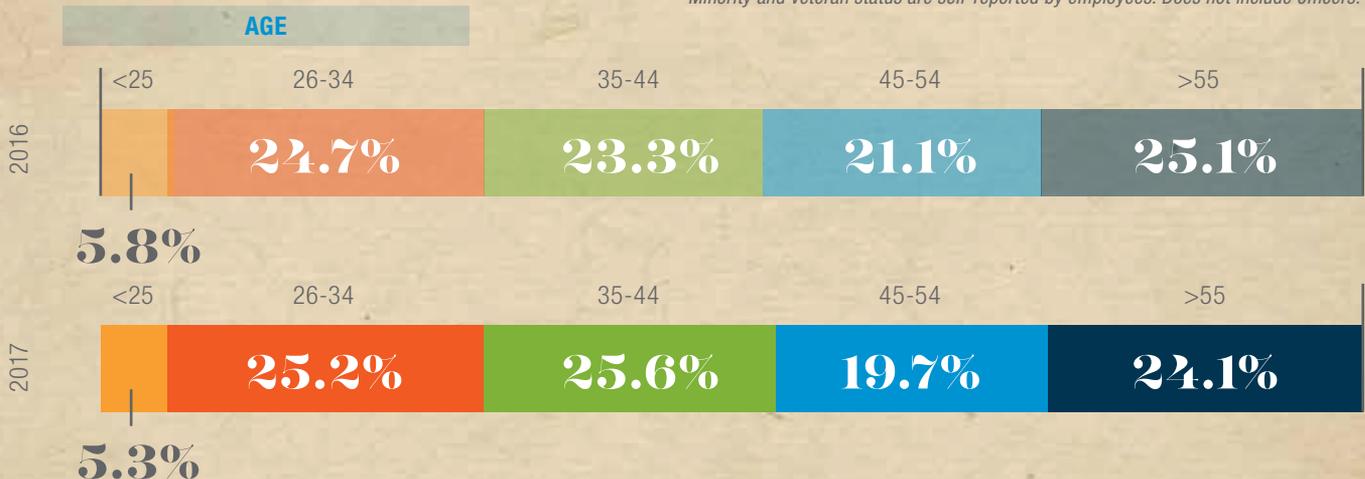
2,382 2016 Total Employee Workforce

2,500 2017 Total Employee Workforce

	OFFICERS		MANAGEMENT		NONMANAGEMENT	
2016 <i>2016 as of March 2017</i>	Men	81.8%	Men	79.3%	Men	80.0%
	Women	18.2%	Women	20.7%	Women	20.0%
	Minority	2.3%	Minority	9.2%	Minority	16.2%
	Nonminority	97.7%	Nonminority	90.8%	Nonminority	83.8%
2017 <i>Updated 2017 as of March 2018</i>	Men	82.2%	Men	77.9%	Men	79.4%
	Women	17.8%	Women	22.1%	Women	20.6%
	Minority	4.4%	Minority	10.9%	Minority	16.0%
	Nonminority	95.6%	Nonminority	89.1%	Nonminority	84.0%



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

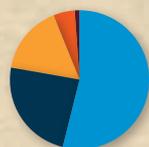


BREAKOUT OF HIRES

(as of December 2017)

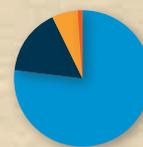
360

Number of Hires



- 54%** Direct Apply
- 24%** Internal Hires
- 16%** Referrals
- 5%** Contractor-to-Full-Time Employee Conversions
- 1%** Direct Placements (Vendor Paid)

SOURCE OF HIRES



- 77%** Careers Website
- 16%** Referral
- 6%** Indeed
- 1%** Social Media

COMPENSATION

ONEOK's market-based compensation philosophy allows leaders the flexibility to compensate their employees based on their individual experience and performance. Employee pay is individualized, as it is based on several factors, including the position, employee performance, cost of labor in the geographic area, talent supply and demand. Supervisors are expected to perform a salary review at least once per year to ensure individual compensation continues to align with these factors. To assist leaders, the Compensation team within the Human Resources department develops a market reference point and recommended salary range for each job title and updates the market reference point periodically by comparing it against market survey data. The Compensation team also provides information regarding geographic adjustments and updates descriptions to reflect new and different responsibilities as needed. The Compensation team also assists ONEOK's Legal department with conducting periodic audits and analysis of pay data to ensure pay equity among various employee demographics.

ORGANIZATIONAL DEVELOPMENT

The Organizational Development (OD) team continues to evolve with the needs of employees, leaders and industry trends. Continuing to offer a variety of training methods including webinars, live trainings, individual consultations, books and self-guided resources available on the intranet allows for employees to take ownership of their professional development.

2017 HIGHLIGHTS:

Technical Training

- ONEOK employees attended more than 115,000 Technical/Safety/Compliance sessions in 2017.

Employee Training and Development

- Operating Commitments Training: Training for all new operations employees covering cultural and job expectations of Key Drivers, Key Activities and Roles-Responsibilities-Expectations. Twelve sessions were offered in 2017.
- Extended DISC Training: The OD team offers both individual and team training on the Extended DISC Profile. We delivered approximately 500 DISC profiles and 21 team DISC sessions.
- Organizational Development Website – A central online internal website containing nontechnical development resources open to all employees.
 - » Averaged 1,000 visits to the site per month with an average of 250 unique users per month.

In-Person Leadership Training

- Foundations of Leadership training for new leaders: 33 attended.
- Situational Leadership II: 425 leaders attended (80 percent).
- Harvard ManageMentor: On-demand online content from Harvard available to all leaders that launched in late 2017.
- New leader consultations: An OD team member meets with all new leaders to provide support and resources to help with the transition to the leader role. All new leaders also are enrolled in leadership training curriculum, complete a DISC Profile and participate in a 360 degree feedback process.

- In 2017 and early 2018, the Women's Resource Group hosted a series of six leadership development webinars for employees focused on topics like developing a personal leadership brand, leading from any level and leading boldly. More than 160 employees participated in the series, totaling more than 650 hours of training. Employees participated not only at the headquarters in Tulsa but also in several locations throughout our operating footprint.

SUCCESSION PLANNING

A key responsibility of the chief executive officer and the board of directors is ensuring that an effective process is in place to provide continuity of leadership over the long term at all levels in our company. Each year, succession-planning reviews are held at every significant organizational level of the company, culminating in a full review of senior leadership talent by our independent directors. During this review, the CEO, the chairman of the board and the other independent directors discuss future candidates for senior leadership positions, succession timing for those positions and development plans for the highest-potential candidates. This process ensures continuity of leadership over the long term, and it forms the basis on which our company makes ongoing leadership assignments.

EMPLOYEE RELATIONS

Employee Relations offers assistance to all employees in a variety of programs to include:

- Workplace Accommodations – Employee Relations assists in identifying and evaluating possible job accommodations/modifications that may be made in the workplace.
- Chemical Dependency Treatment Program – This program provides treatment referrals to confidential, professional chemical dependency treatment at approved facilities for employees who are diagnosed as having a chemical dependency problem and who are seeking treatment. Financial assistance will be provided up to a maximum of \$3,000 per admission for inpatient or outpatient alcohol and/or drug abuse treatment and aftercare provided by an approved treatment provider.
- Foreign National Sponsorships – Provides employment-based visa sponsorship for qualified skilled foreign nationals seeking U.S. employment.

As a part of this commitment to workplace safety, ONEOK also maintains an Anti-Drug and Alcohol Misuse Prevention Plan that applies to all safety-sensitive employees performing work regulated by U.S. Department of Transportation safety regulations.

Employee Relations also offers performance management assistance to leaders by providing coaching and support with difficult conversations, help with disciplinary challenges and assistance with employee performance issues.

ONEOK has had a long-standing commitment to providing a drug-free workplace for its employees. In an effort to create and maintain the safety and welfare of our workforce, our customers and the general public, all employees are included in a drug testing program. This program works hand in hand with an employee assistance program that provides resources and assistance for employees and their families.

ECONOMIC IMPACT

ONEOK'S 2017 TAX PAYMENTS

Property Taxes:

\$83,635,330*

**A portion of the 2017 total are estimates from 2016 data, as we have not received all property tax statements for some states.*

Employer Federal Insurance Contribution Act (FICA) Taxes:

\$18,332,402

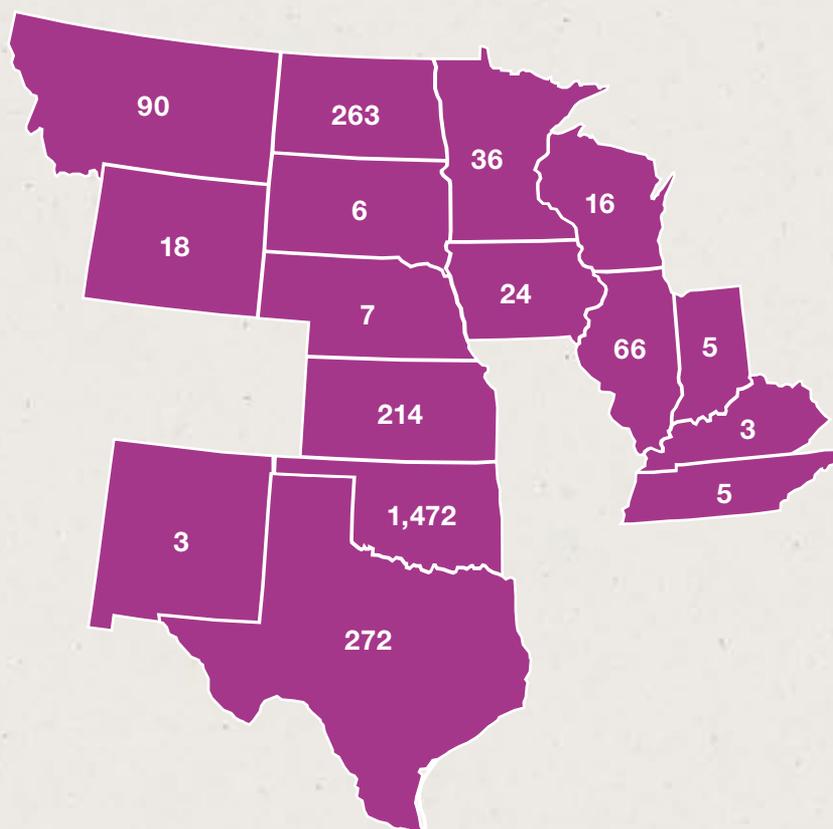
ONEOK'S 2017 PAYROLL

Total \$257,750,255

Oklahoma	156,293,152
Texas	25,931,892
North Dakota	24,703,858
Kansas	18,341,251
Montana	12,474,688
Illinois	4,968,557
Wyoming	3,562,064
Minnesota	2,724,539
Iowa	1,899,820
Indiana	1,159,902
Wisconsin	985,946
South Dakota	878,975
Colorado	793,919
Nebraska	497,522
Kentucky	330,112
New Mexico	292,427
Tennessee	281,475
Missouri	181,648
All Other States	1,448,508

EMPLOYEES BY STATE

Total Employee Workforce (as of March 31, 2018): 2,500



Payroll information is based on employees' state 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.



ENGAGEMENT

noun – The action of engaging or being engaged.

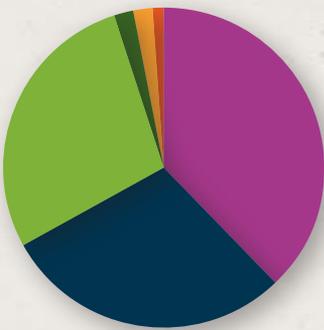
06

COMMUNITY INVESTMENTS

ONEOK FOUNDATION AND CORPORATE CONTRIBUTIONS

2017 Foundation Contributions

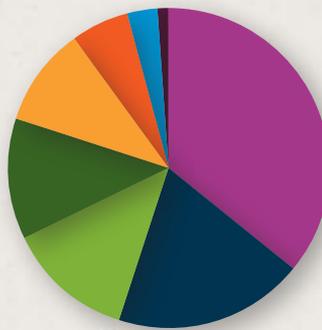
MORE THAN **\$3.3 MILLION**



- 38%** Community Improvement
- 29%** Education
- 28%** Health and Human Services
- 2%** Environmental
- 2%** Arts and Culture
- 1%** Other

2017 Corporate Contributions

MORE THAN **\$2.6 MILLION**

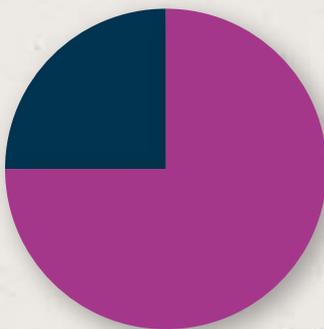


- 36%** Health and Human Services
- 19%** Civic
- 13%** Chamber
- 12%** Education
- 10%** Other
- 6%** Arts and Culture
- 3%** Community Improvement
- 1%** Environmental

2017 UNITED WAY CAMPAIGN

Total Campaign Contributions

\$1.37 MILLION*



- 75%** Employee Contributions
- 25%** Directors/Retirees/Fundraising Events

** Company match is dollar for dollar on all contributions and fundraising events.*

“THIS IS MY FIRST PUBLICLY TRADED COMPANY TO WORK FOR, BUT IT FEELS MUCH MORE LIKE A FORTUNE 500 FAMILY-OWNED BUSINESS. PART OF THAT IS THAT PEOPLE HAVE A VESTED INTEREST IN ONE ANOTHER, AND YOU SEE THAT.”

Bob Trzcinski, director, pipeline operations, Tulsa, Oklahoma.



Scott, manager, at ONEOK Plaza, Tulsa, Oklahoma

2017 HIGHLIGHTS

\$3.3M

FOUNDATION CONTRIBUTIONS

\$2.6M

CORPORATE CONTRIBUTIONS



200

COMMUNITIES IMPACTED



664

TOTAL VOLUNTEERS



13,851

TOTAL VOLUNTEER HOURS RECORDED

ESTIMATED
VALUE OF
\$336,363*

453 ► **\$268,907**

MATCHING GRANT REQUESTS

151 ► **\$37,750**

VOLUNTEER SERVICE
GRANTS AWARDED

DESIGNATED TO CHARITABLE ORGANIZATIONS



Kirsten, supervisor, at ONEOK Plaza, Tulsa, Oklahoma

ONEOK values being a good corporate citizen and is committed to fostering partnerships between our company, employees and the community. We seek to give back through building partnerships with community organizations and key stakeholders that address local needs and provide resources for all to benefit. By providing community investments programs and opportunities that encourage and support engagement, it helps create shared value by connecting the success of business with societal progress.

Through investments and engagement, we aim to provide a positive environment for our employees, as well as enhance the quality of life and economic well-being for those in the communities where we operate and our employees live and work. Collectively, we can make an impact and build stronger communities today and in the future.

The collaboration between our company, employees and the community was evident following Hurricane Harvey, which hit the

Texas Gulf Coast affecting many communities and our employees who work and live in that area. ONEOK pledged to contribute \$300,000 to community organizations assisting with short-term disaster relief and long-term recovery efforts, as well as \$200,000 toward the two-for-one match on all contributions to ONEOK's ONE Trust Fund. ONEOK employees generously contributed more than \$80,000 taking advantage of the company match to help their fellow co-workers affected by Harvey.

As a nonprofit, charitable organization, ONE Trust supports ONEOK employees in times of personal crises due to natural disasters, medical emergencies or other hardships. Employees can lend their support through donating unused vacation time or monetary contributions on an annual basis. The organization is administered by a board of directors that is composed of ONEOK employees who volunteer their time.





SECURITY

noun – Measures taken to guard against issues that could adversely affect our employees, assets or other stakeholders.

07

David, plant operator, at the Maysville natural gas processing plant in Maysville, Oklahoma

INFORMATION SECURITY AND CRISIS MANAGEMENT

94% REDUCTION

IN CYBERSECURITY INCIDENTS SINCE 2015

INFORMATION SECURITY

Technology is a critical link in connecting ONEOK's physical and information assets and promotes our ability to operate reliably. Maintaining the security of our technology systems and information assets is paramount, which is why ONEOK works continuously to reduce exposure to cyberrisk through employee-focused awareness programs and process and technology improvements.

Our information security efforts are guided by an executive advisory committee composed of company officers from various business segments who meet regularly to evaluate ongoing cybersecurity threats, define policy, set strategy and prioritize initiatives. The board of directors also receives regular updates on the company's cybersecurity efforts.

SECURE INTERNET-BROWSING INITIATIVE

In 2017, ONEOK completed the secure internet-browsing initiative and realized the full impact of these efforts with a 94 percent reduction in cybersecurity incidents since 2015. The initiative launched in early 2015 with a goal to decrease exposure to internet-based cyberattacks through the:

- Addition of an alternative wireless network dedicated to employee browsing.
- Creation of a whitelist, or list of approved, business-related websites that could be accessed on the corporate network.
- Addition of always-on VPN, which requires that employees always log in to the corporate network before accessing company systems.

TRAINING EMPLOYEES

Following our success in reducing risk through information security initiatives, we now are pursuing more aggressively the security of our industrial control systems (ICS) through training, processes and technology aimed at improving standardization and our ability to respond to threats. In 2017, we developed new required ICS security training for employees operating and monitoring these systems. The training includes information about specific threat indicators in the ICS environment, as well as appropriate response channels and best practices for identifying and responding to threats.

ONEOK also deployed additional technology resources aimed at reducing the risk to our control system. Targeted cybersecurity awareness, similar to the efforts deployed for ICS, will continue to be an area of focus for ONEOK.

Our voluntary cybersecurity awareness program, SecuritySense, continued to reach high levels of engagement in 2017, with 87 percent of employees completing at least one training.

The program, which launched in 2011, utilizes monthly, online trainings to educate employees about security-related topics. In 2017, employees completed 24,355 courses, equating to more than 2,050 hours of training.

SecuritySense is an important tool for engaging employees in our information security efforts, and the program's success is being recognized both inside and outside of the technology industry. The 2016 SecuritySense campaign was awarded both by the Tulsa chapter and the Southern Region of the International Association of Business Communicators for its success in communications and employee engagement.

This effort was also recognized internationally by the International Association of Business Communicators for effectiveness in communication and successful employee engagement.

PHYSICAL SECURITY

Securing the physical sites where our employees work and our assets reside is a key component of our security strategy. In 2017, we continued to implement our enterprise physical-security standard in field locations. This includes, but is not limited to, standardized access control and video surveillance systems, and unified ID badge technology.

To date, more than 70 percent of employees are covered by the physical-security standard, and we anticipate continuing to implement improvements over the next few years.

CRISIS MANAGEMENT

Leadership oversight and access to critical systems in times of crisis or disaster are integral to our company's commitment to operate safely, reliably and in an environmentally sustainable manner.

ONEOK routinely conducts crisis management and business continuity exercises. In 2017, the objectives for these exercises included an increase in:

- Familiarity with crisis management and business continuity plans.
- Awareness of business continuity as part of crisis management.
- Familiarity with our alternate-site work location through physical site tours.
- Awareness of technology to increase accountability and management of plan improvements.

The exercises were designed to validate response strategies and test the company's new mass notification system. We also validated the suitability of our alternate-site work location and had industry experts analyze our response through feedback and recommendations post-exercise.



ADVOCACY

noun – Educating stakeholders about our company, industry and policies that affect our operations.

08

GOVERNMENT RELATIONS

ADVOCACY

Advocating for ONEOK includes educating stakeholders about our business and industry, and providing recommendations for policies that support efficient operations and our ability to execute on our capital-growth strategies. This includes understanding the impacts various legislative and regulatory policies may have on our business, utilizing ONEOK Employee Political Action Committee (ONEOK Employee PAC) membership and resources and engaging with industry associations.

PIPELINE SAFETY

In 2017, we advocated for new, or improved, pipeline safety legislation to reduce the likelihood of third-party damage to our assets and resulting events.

In Oklahoma, North Dakota and Montana, we focused on creating, or updating, One Call legislation. One Call is a nationwide pipeline damage prevention program. Through the creation of new laws and/or amendments, we continue to see improvements in participation requirements, data collection and management and response times to incidents.

Additionally in Oklahoma, we promoted and assisted in passing new laws that established criminal penalties for individuals or groups who intend to damage critical infrastructure facilities, such as pipelines. It also included imposing civil liability penalties on individuals arrested for trespassing on critical infrastructure facilities.

EMINENT DOMAIN

ONEOK advocates for legislation that protects private property owner rights while allowing for the responsible development of critical infrastructure. In 2017, adverse eminent domain legislation was proposed in Oklahoma and Texas.

In Texas, we joined the Texas Coalition for Critical Infrastructure, which included more than 20 industry groups, to find a consensus on the issue and engage landowners to discuss a compromise to the language in the legislation.

Ultimately, legislation was not passed in either state; however, we expect similar proposals during the 2019 legislative session. Between sessions, we are monitoring a study by the Texas Land and Resource Management Committee on a balance between necessary infrastructure growth and fair compensation for landowners.

ENVIRONMENT AND SAFETY REPORTING

In North Dakota in 2017, we supported the successful passage of legislation creating an optional self-audit program for environmental and/or safety and health violations. We also supported the creation of the North Dakota Department of Environmental Quality.

Following session, we continued to monitor spill reporting and reclamation discussions. We also participated in a pipeline spill and leak detection stakeholders meeting at the Energy and Environmental Research Center in Grand Forks, North Dakota. The meeting was intended to help identify innovative technological solutions for leak and spill detection, in lieu of additional regulations.

LEGISLATIVE PRIORITIES

In 2017,

ONEOK participated in a number of policy discussions, including those related to pipeline safety, One Call legislation, eminent domain and environmental reporting.

ONEOK EMPLOYEE PAC

The ONEOK Employee PAC provides eligible employees the opportunity to engage in policy issues related to our industry.

Additionally, members of the ONEOK Employee PAC are given opportunities to learn more about our business and advocacy efforts, as they are valuable partners in discussions about potential policy impacts on our business.

ONEOK Employee PAC contributions increase ONEOK's participation in the political process related to our business, helping ONEOK

support candidates who understand our business and its value in their election efforts.

Note: One-hundred percent of ONEOK PAC contributions are from employee PAC members. ONEOK, as a corporation, does not contribute to political candidates or political parties. Those eligible to be members of the ONEOK PAC include employees who are shareholders and employees who are officers and administrative personnel. All contributions to the ONEOK PAC are voluntary, and employees may refuse to contribute without reprisal. ONEOK does not favor or disadvantage anyone by reason of the amount of their contribution or their election not to contribute.

INCREASED PAC CONTRIBUTIONS AND PARTICIPATION

In 2017, increased employee participation in and contributions to the ONEOK Employee PAC included:

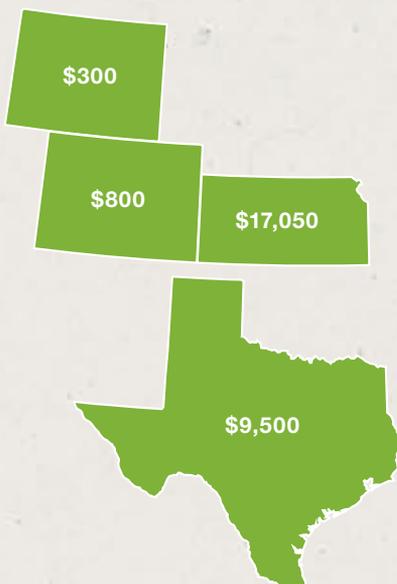


EMPLOYEE PAC CONTRIBUTIONS

In 2017, the ONEOK Employee PAC contributed \$49,150 to 98 state and federal candidates:

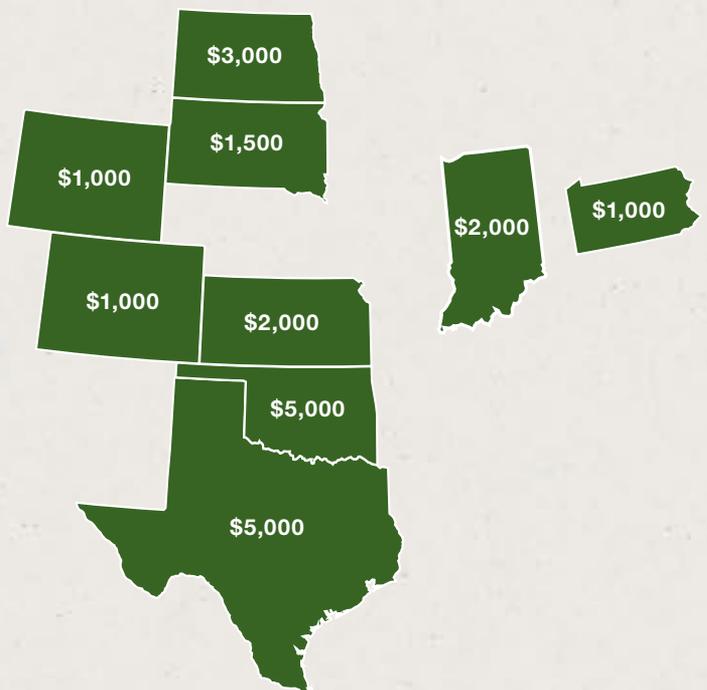
\$27,650

State Contributions



\$21,500

Federal Contributions



INDUSTRY ASSOCIATIONS

ONEOK's involvement with industry associations, legislative and/or regulatory committees and other stakeholder groups strengthens our ability to advocate for ONEOK's interests. Through involvement in these groups, we participate in discussions about policy issues related to our business and provide input from the midstream sector.

In 2017, ONEOK was involved in more than 20 groups in 10 states within our footprint and Washington, D.C., including:

Washington, D.C.

- Interstate Natural Gas Association of America's Legislative and Communications committees and Tax Task Force.
- GPA Midstream Association, including its Legislative and Regulatory committees.
- Association of Oil Pipeline's Legislative Committee.
- American Petroleum Institute.
- Master Limited Partnership Association.
- National Petroleum Council.

Oklahoma

- State Chamber of Oklahoma Board of Directors and its Legislative Affairs committee; Economic Development, Taxation and Retail committee; and Energy and Natural Resources committees.
- Oklahoma Oil and Gas Association's Midstream, Legislative and Regulatory Practices committees.
- Environmental Federation of Oklahoma.

Kansas, Illinois, Colorado and Indiana

- Kansas Petroleum Council's Legislative Committee.
- Illinois Petroleum Council's Legislative Committee.
- Colorado Petroleum Council's Legislative Committee.
- Indiana Petroleum Council's Legislative Committee.

Texas and New Mexico

- Texas Oil and Gas Association's Legislative, Regulatory Practices, Pipeline and Communications committees.
- Texas Pipeline Association.
- New Mexico Oil and Gas Association.

North Dakota, Montana, Wyoming

- North Dakota Common Ground Alliance Board of Directors.
- North Dakota One Call Stakeholders Group.
- North Dakota Petroleum Council's Regulatory, Outreach, Communications and Tribal Lands committees.
- North Dakota EmPower Commission.
- Montana One Call Stakeholders Group.
- Montana Petroleum Association's Legislative and Communications committees.
- Petroleum Association of Wyoming's Legislative Committee.
- North Dakota Flaring Task Force.

SUPPORTING CAPITAL-GROWTH PROJECTS

We engage legislative and community leaders early on in the planning and design process and provide information about our company.

Being transparent and engaging important decision-makers from the beginning promote favorable results from governmental entities involved in the project's development, including the permitting and right-of-way acquisition processes. Our efforts also foster personal, face-to-face discussions, giving local officials a name and face they can count on.



Garden Creek natural gas processing plant in Watford City, North Dakota

FINANCIAL HIGHLIGHTS

Years ended Dec. 31	2017		2016		2015	
Consolidated financial information (millions of dollars)						
Operating income	\$	1,380.9	\$	1,285.7	\$	996.2
Net income †	\$	593.5	\$	743.5	\$	379.2
Net income attributable to ONEOK, Inc. †	\$	387.8	\$	352.0	\$	245.0
Total assets	\$	16,845.9	\$	16,138.8	\$	15,446.1
Common stock data						
Shares outstanding at Dec. 31		388,703,543		210,681,661		209,731,028
Data per common share						
Earnings per share from continuing operations – diluted †	\$	1.29	\$	1.67	\$	1.19
Dividends paid	\$	2.72	\$	2.46	\$	2.43
Market price range						
High	\$	58.83	\$	59.03	\$	51.07
Low	\$	47.41	\$	19.62	\$	18.93
Year-end	\$	53.45	\$	57.41	\$	24.66

† Financial results for 2017 include one-time noncash charges of \$141.3 million, or 47 cents per diluted share, related to the enactment of the Tax Cuts and Jobs Act, noncash impairment charges of \$20.2 million, or 4 cents per diluted share, and \$50 million, or 10 cents per diluted share, in one-time and ONEOK and ONEOK Partners merger transaction-related costs.

LEADERSHIP

BOARD OF DIRECTORS

Brian L. Derksen

Vice Chair, Audit Committee; Corporate Governance Committee member
Retired Global Deputy Chief Executive Officer, Deloitte
Touche Tohmatsu Limited
Dallas, Texas

Julie H. Edwards

Chair, Corporate Governance Committee
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.
Tulsa, Oklahoma

Randall J. Larson

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

Steven J. Malcolm

Executive Compensation and Corporate Governance committees member
Retired Chairman, President and Chief Executive Officer,
The Williams Companies, Inc.
Tulsa, Oklahoma

Jim W. Mogg

Audit; Corporate Governance committees member
Retired Chairman, DCP Midstream GP, L.L.C.
Hydro, Oklahoma

Pattye L. Moore

Chair, Executive Compensation Committee
Chairman, Red Robin Gourmet Burgers;
Former President, Sonic Corp.
Broken Arrow, Oklahoma

Gary D. Parker

Audit; Corporate Governance committees member
President, Moffitt, Parker & Company, Inc.
Muskogee, Oklahoma

Eduardo A. Rodriguez

Vice Chair, Executive Compensation and Corporate Governance
committees member
President, Strategic Communications Consulting Group
El Paso, Texas

Terry K. Spencer

President and Chief Executive Officer, ONEOK, Inc.
Tulsa, Oklahoma

OFFICERS *Ages as of February 27, 2018*

Terry K. Spencer, 58

President and Chief Executive Officer

Robert F. Martinovich, 60

Executive Vice President and Chief Administrative Officer

Walter S. Hulse III, 54

Chief Financial Officer and Executive Vice President,
Strategic Planning and Corporate Affairs

Kevin L. Burdick, 53

Executive Vice President and Chief Operating Officer

Stephen B. Allen, 44

Senior Vice President, General Counsel and Assistant Secretary

Wesley J. Christensen, 64

Senior Vice President, Operations

Derek S. Reiners, 46

Senior Vice President, Finance, and Treasurer

Sheridan C. Swords, 48

Senior Vice President, Natural Gas Liquids

Charles M. Kelley, 59

Senior Vice President, Natural Gas

Sheppard F. Miers III, 49

Vice President and Chief Accounting Officer

Eric Grimshaw, 65

Vice President, Associate General Counsel and
Corporate Secretary

GLOBAL REPORTING INITIATIVE (GRI) 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 GRI Performance Indicators and where specific information may be found throughout the report.

GRI Standard	2017 GRI Standard Disclosure	Page(s) or External Link	
GRI 102: General Disclosures	Organizational Profile		
	102-1 Name of the organization	Inside front cover	
	102-2 Activities, brands, products, and services	Inside front cover, 3	
	102-3 Location of headquarters	Back cover	
	102-4 Location of operations	3	
	102-5 Ownership and legal form	Inside front cover, 5,6	
	102-6 Markets served	Inside front cover	
	102-7 Scale of the organization	2,3, 29	
	102-8 Information on employees and other workers	29, 31	
	102-10 Significant changes to the organization	3	
	102-13 Membership of associations	41	
	Strategy		
	102-14 Statement from senior decision-maker	Inside front cover, 1	
	102-15 Key impacts, risks, and opportunities	11-13, 15-25, 37,39	
	Ethics and Integrity		
	102-16 Values, principles, standards, and norms of behavior	5-7	
	102-17 Mechanisms for advice and concerns about ethics	7	
	Governance		
	102-18 Governance structure	5,6 See proxy statement	
	102-19 Delegating authority	See proxy statement	
	102-20 Executive-level responsibility for economic, environmental, and social topics	9	
	102-21 Consulting stakeholders on economic, environmental, and social topics	6	
	102-22 Composition of the highest governance body and its committees	See proxy statement	
	102-23 Report whether the chair of the highest governance body is also an executive officer in the organization. If the chair is also an executive officer, describe his or her function within the organization management and the reasons for this arrangement.	Chair is not an executive officer in the organization	
	102-25 Conflicts of interest	See proxy statement	
	102-26 Role of highest governance body in setting purpose, values, and strategy	5, 6 See proxy statement	
	102-27 Collective knowledge of highest governance body	See proxy statement	
	102-28 Evaluating the highest governance body's performance	See proxy statement	
	102-29 Identifying and managing economic, environmental, and social impacts	See proxy statement	
	102-30 Effectiveness of risk management processes	6	
	102-31 Review of economic, environmental, and social topics	See proxy statement	
	102-33 Communicating critical concerns	See proxy statement	
	102-35 Remuneration policies	See proxy statement	
	102-36 Process for determining remuneration	See proxy statement	
	102-37 Stakeholders involvement in remuneration	See proxy statement	
	102-38 Annual total compensation ratio	See proxy statement	
	102-39 Percentage increase in annual total compensation ratio	See proxy statement	
	GRI 102: General Disclosures 2016		

	Stakeholder engagement	
	102-40 List of stakeholder groups	10
	102-41 Collective bargaining agreements	N/A
	102-44 Key topics and concerns raised	9-25
	Reporting Practices	
	102-45 Entities included in the consolidated financial statements	2
	102-46 Defining report content and topic Boundaries	Inside front cover
	102-47 List of material topics	Inside front cover
	102-50 Reporting period	Inside front cover
	102-51 Date of most recent report	Inside front cover
	102-52 Reporting cycle	Inside front cover
	102-53 Contact point for questions regarding the report	Back cover
	102-54 Claims of reporting in accordance with the GRI Standards	Inside front cover, 44-45
	102-55 GRI content index	44, 45
GRI 200 Economic	201-1 Direct economic value generated and distributed	2, 31
	201-2 Financial implications and other risks and opportunities due to climate change	15-25
	201-3 Defined benefit plan obligations and other retirement plans	28, 30
	201-4 Financial assistance received from government	N/A
	203-1 Infrastructure investments and services supported	33-35
	205-1 Operations assessed for risks related to corruption	See proxy statement
	205-2 Communication and training about anti-corruption policies and procedures	7, 37
	205-3 Confirmed incidents of corruption and actions taken	Information not disclosed at this time.
	206-1 Legal actions for anti-competitive behavior, anti-trust, and monopoly practices	Information not disclosed at this time.
GRI 300 Environmental	301-2 Recycled input materials used	17
	302-1 Energy consumption within the organization	23
	302-2 Energy consumption outside of the organization	Not available
	302-3 Energy intensity	23
	302-4 Reduction of energy consumption	20-21
	302-5 Reductions in energy requirements of products and services	20-21
	304-2 Significant impacts of activities, products, and services on biodiversity	15-25
	304-3 Habitats protected or restored	21
	305-1 Direct (Scope 1) GHG emissions	23
	305-2 Energy indirect (Scope 2) GHG emissions	23
	305-3 Other indirect (Scope 3) GHG emissions	22-23
	305-4 GHG emissions intensity	22
	305-5 Reduction of GHG emissions	22-23
	305-6 Emissions of ozone-depleting substances (ODS)	22
	305-7 Nitrogen oxides (NOX), sulfur oxides (SOX), and other significant air emissions	23
	307-1 Non-compliance with environmental laws and regulations	25
	401-1 New employee hires and employee turnover	29
	401-2 Benefits provided to full-time employees that are not provided to temporary or part-time employees	28
	401-3 Parental leave	Not reportable due to confidentiality reasons.
	403-1 Workers representation in formal joint management-worker health and safety committees	9
	403-2 Types of injury and rates of injury, occupational diseases, lost days, and absenteeism, and number of work-related fatalities	24
	404-1 Average hours of training per year per employee	28, 30, 37
	404-2 Programs for upgrading employee skills and transition assistance programs	28, 30
	405-1 Diversity of governance bodies and employees	29
	413-1 Operations with local community engagement, impact assessments, and development programs	31, 33-35
	415-1 Political contributions	40

