

OGE ENERGY CORP.
Form DEFA14A
May 07, 2013

SCHEDULE 14A
SCHEDULE 14A INFORMATION
PROXY STATEMENT PURSUANT TO SECTION 14(A) OF THE SECURITIES
EXCHANGE ACT OF 1934 (AMENDMENT NO.)

Filed by the Registrant

Filed by a Party other than the Registrant

Check the appropriate box:

Preliminary Proxy Statement

Confidential, for Use of the Commission Only (as permitted by Rule 14a-6(e)(2))

Definitive Proxy Statement

Definitive Additional Materials

Soliciting Material under Rule 14a-12

OGE ENERGY CORP.

(Name of Registrant as Specified In Its Charter)

(Name of Person(s) Filing Proxy Statement if other than the Registrant)

Payment of Filing Fee (Check the appropriate box):

No fee required

Fee computed on table below per Exchange Act Rules 14a-6(i)(1) and 0-11.

(1) Title of each class of securities to which transaction applies:

(2) Aggregate number of securities to which transaction applies:

(3) Per unit price or other underlying value of transaction computed pursuant to Exchange Act Rule 0-11 (Set forth the amount on which the filing fee is calculated and state how it was determined):

(4) Proposed maximum aggregate value of transaction:

(5) Total fee paid:

Fee paid previously with preliminary materials.

Check box if any part of the fee is offset as provided by Exchange Act Rule 0-11(a)(2) and identify the filing for which the offsetting fee was paid previously. Identify the previous filing by registration statement number, or the Form or Schedule and the date of its filing.

(1) Amount Previously Paid:

(2) Form, Schedule or Registration Statement No.:

(3) Filing Party:

(4) Date Filed:

OGE Energy Corp.

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May 7, 2013

Dear Shareholder:

The Annual Meeting of Shareholders of OGE Energy Corp. will be held at 10:00 a.m., Thursday, May 16, 2013, at the Skirvin Hilton Hotel in Oklahoma City. One of the items to be considered at the meeting is a proposal to amend the Company's Restated Certificate of Incorporation to increase the number of the Company's authorized shares of common stock from 225,000,000 to 450,000,000 (the "Proposed Amendment").

We are writing to update you on a proposed stock split if the Proposed Amendment is approved. Please be advised that, if the Proposed Amendment is approved, the Company's Board of Directors will consider, and is expected to approve, a 2-for-1 stock split at the Board's meeting on May 16, 2013.

The Board of Directors urges you to vote on all items to be considered at the Annual Meeting of Shareholders and, in particular, recommends a vote FOR the proposed increase in the Company's authorized shares of common stock. If you have any questions, please contact Todd Tidwell, Director, Investor Relations, at (405) 553-3966.