

OGE ENERGY CORP.
Form DEFA14A
April 01, 2019

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:

*** Exercise Your Right to Vote ***

Important Notice Regarding the Availability of Proxy Materials for the Shareholder Meeting to Be Held on May 16, 2019

Meeting Information

OGE
ENERGY
CORP.
Meeting Type: Annual Meeting

For holders as of: March 18, 2019

Date: May 16, 2019 Time: 10:00 AM CDT

Location: The Skirvin Hilton Hotel, Grand
Broom

CORP. 1 Park Avenue
P.O. Oklahoma City, Oklahoma 73102
BOX
321
OKLAHOMA
CITY,
OK

73102. If you are receiving this communication because
ATTN: You hold shares in the above named company.

TODD
THIS IS NOT a ballot. You cannot use this notice
to vote these shares. This communication
presents only an overview of the more
complete proxy materials that are available to
you on the Internet. You may view the proxy
materials online at www.proxyvote.com or
easily request a paper copy (see reverse side).

We encourage you to access and review all of
[shareholder important information contained in the
name proxy materials before voting.
and
address]

See the reverse side of this notice to obtain
proxy materials and voting instructions.

— Before You Vote —

How to Access the Proxy
Materials

Proxy Materials Available to
VIEW or RECEIVE:

1. Annual Report 2. Notice &
Proxy Statement

How to View Online:

Have the information that is
printed in the box marked by
the arrow → (located on the
following page) and visit:
www.proxyvote.com.

How to Request and Receive a
PAPER or E-MAIL Copy:

If you want to receive a paper
or e-mail copy of these
documents, you must request
one. There is NO charge for
requesting a copy. Please
choose one of the following
methods to make your request:

1)

BY

INTERNET:

~~www.proxyvote.com~~

~~1-800-579-1639~~

~~information@proxyvote.com~~

3)

BY

E-MAIL*:

* If requesting materials by
e-mail, please send a blank
e-mail with the information that
is printed in the box marked by
the arrow → (located on the
following page) in the subject
line.

Requests, instructions and other
inquiries sent to this e-mail
address will NOT be forwarded
to your investment advisor.

Please make the request as
instructed above on or before
May 02, 2019 to facilitate
timely delivery.

— How To Vote —

Please Choose One of the
Following Voting Methods

Vote In Person: Many
shareholder meetings have
attendance requirements
including, but not limited to,
the possession of an attendance
ticket issued by the entity
holding the meeting. Please
check the meeting materials for
any special requirements for
meeting attendance. At the
meeting, you will need to
request a ballot to vote these
shares.

Vote By Internet: To vote now
by Internet, go to
www.proxyvote.com. Have the
information that is printed in
the box marked by the arrow
available and follow the
instructions.

Vote By Mail: You can vote by
mail by requesting a paper copy
of the materials, which will
include a proxy card.

Voting
items
The
Board
of
Directors
recommends
you
vote
FOR
the
following:

1. Election of
Directors

The
Board
of
Directors
recommends

Nominees

you
vote
AGAINST
the
following
proposal:

1A -
Frank
A.

4. Shareholder
Proposal
Regarding
Simple
Majority
Vote

Bozich
1B
-

James
H.
Brandi

1C

-
Peter

D.
Clarke
1D

-
Luke

R.
Corbett

1E

-
David
L.
Hauser

NOTE: In
their
discretion,
the
proxies
are
authorized
1F to vote
- upon
Judy such
R. other
McReynolds business
as may
properly
come
before
the
meeting.

1G
-
David
E.
Rainbolt

1H
-
J.
Michael
Sanner

1I
-
Sheila
G.
Talton

1J
-
Sean
Trauschke

The
Board
of
Directors
recommen0000
you è 0000
vote è 0000
FOR 0000
proposals
2
and
3.

2. Ratification
of
the
appointment
of
Ernst
&
Young
LLP
as
the
Company's
principal
independent
accountants
for
2019.

3. Advisory
Vote
to
Approve
Named
Executive
Officer
Compensation.