

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, DC 20549

FORM 8-K

CURRENT REPORT PURSUANT  
TO SECTION 13 OR 15(D) OF THE  
SECURITIES EXCHANGE ACT OF 1934

Date of report (Date of earliest event reported)

August 9, 2018

OGE ENERGY CORP.

(Exact Name of Registrant as Specified in Its Charter)

Oklahoma

(State or Other Jurisdiction of Incorporation)

1-12579

(Commission File Number)

73-1481638

(IRS Employer Identification No.)

321 North Harvey, P.O. Box 321, Oklahoma City, Oklahoma

(Address of Principal Executive Offices)

73101-0321

(Zip Code)

405-553-3000

(Registrant's Telephone Number, Including Area Code)

(Former Name or Former Address, if Changed Since Last Report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (*see* General Instruction A.2. below):

- \* Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- \* Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- \* Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- \* Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (17 CFR 240.12b-2).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

## Item 2.02. Results of Operations and Financial Condition

OGE Energy Corp. (the "Company") is the parent company of Oklahoma Gas and Electric Company ("OG&E"), a regulated electric utility with approximately 845,000 customers in Oklahoma and western Arkansas. In addition, the Company holds a 25.6 percent limited partner interest and a 50 percent general partner interest in Enable Midstream Partners, LP.

On August 9, 2018, the Company issued a press release describing the Company's consolidated financial results for the quarter ended June 30, 2018, which is furnished as Exhibit 99.01 and incorporated herein by reference. As described in the press release, the Company reported earnings of \$0.55 per diluted share for the quarter ended June 30, 2018 as compared to \$0.52 per diluted share for the quarter ended June 30, 2017. OG&E contributed earnings of \$0.46 per diluted share for the quarter ended June 30, 2018, compared to \$0.43 per diluted share in 2017. For further information, see the press release attached as Exhibit 99.01.

## Item 9.01. Financial Statements and Exhibits

### (d) Exhibits

<u>Exhibit Number</u>	<u>Description</u>
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99.01	<a href="#">Press release dated August 9, 2018, announcing OGE Energy Corp. reports second quarter results.</a>
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## OGE Energy Corp. reports second quarter results

OKLAHOMA CITY - OGE Energy Corp. (NYSE: OGE), the parent company of Oklahoma Gas and Electric Company ("OG&E") and holder of 25.6 percent limited partner interest and 50 percent general partner interest in Enable Midstream Partners, LP (NYSE: ENBL), today reported earnings of \$0.55 per diluted share for the three months ended June 30, 2018, compared to \$0.52 per diluted share for the second quarter of 2017.

- OG&E, a regulated electric utility, contributed earnings of \$0.46 per share in the second quarter, compared with earnings of \$0.43 per share in the second quarter last year.
- OGE Energy Holdings, which is primarily Natural Gas Midstream Operations, contributed earnings of \$0.11 per share compared with earnings of \$0.09 per share in the second quarter last year.
- The holding company posted a loss of \$0.02 per share in 2018 compared with breakeven results in 2017.

"I'm pleased by where we are year to date," said Sean Trauschke, OGE Energy Chairman, President and CEO. "Our core is solid, our employees are doing a great job, and we're effectively executing on our plans across every area of the company."

### Discussion of Second Quarter 2018

**OGE Energy's** net income was approximately \$111 million in the second quarter, compared to approximately \$105 million in the year-ago quarter.

**OG&E's** net income was approximately \$92 million in the second quarter, compared to approximately \$86 million in the comparable quarter last year. The primary driver for the increase in net income was higher gross margin as a result of warmer weather.

**OGE Energy Holdings (primarily Natural Gas Midstream Operations)** contributed net income to OGE Energy Corp. of approximately \$23 million for the second quarter of 2018 compared to net income of approximately \$18 million for the same period in 2017. The increase is due in part to higher record volumes in the gathering and processing segments. Per day natural gas gathering volumes increased for the tenth consecutive quarter. In addition, Enable Midstream issued cash distributions to OGE of approximately \$35 million in each of the second quarters of 2018 and 2017.

### 2018 Earnings Outlook

The Company's 2018 OG&E earnings guidance is projected to be at the upper end of the previously issued guidance between \$1.43 to \$1.53 per average diluted share primarily due to favorable weather experienced in the second quarter of 2018 and assuming normal weather patterns for the remainder of the year. OGE Energy consolidated earnings guidance for 2018 is also projected to be at the upper end of previously issued guidance between \$1.90 to \$2.05 per average diluted share due to higher projected utility earnings. More information regarding the Company's 2018 earnings guidance is contained in the Company's 2017 Form 10-K and Form 10Q for the period ending March 31, 2018 as filed with the Securities and Exchange Commission.

### Conference Call Webcast

OGE Energy will host a conference call for discussion of the results on Thursday, August 9, at 8 a.m. CST. The conference will be available through [www.ogeenergy.com](http://www.ogeenergy.com). OGE Energy Corp. is the parent company of OG&E, a regulated electric utility with approximately 845,000 customers in Oklahoma and western Arkansas. In addition, OGE holds a 25.6 percent limited partner interest and a 50 percent general partner interest of Enable Midstream, created by the merger of OGE's Enogex LLC midstream subsidiary and the pipeline and field services businesses of Houston-based CenterPoint Energy.

### Non-GAAP Financial Measures

OG&E has included in this release the non-GAAP financial measure Gross Margin. Gross Margin is defined by OG&E as operating revenues less cost of sales. Cost of sales, as reflected on the income statement, includes fuel, purchased power and certain transmission expenses. Gross margin is a non-GAAP financial measure because it excludes depreciation and amortization and other operation and maintenance expenses. Expenses for fuel and purchased power are recovered through fuel adjustment clauses, and as a result, changes in these expenses are offset in operating revenues with no impact on net income. OG&E believes gross margin provides a more meaningful basis for evaluating its operations across periods than operating revenues because gross margin excludes the revenue effect of fluctuations in these expenses. Gross margin is used internally to measure performance against budget and in reports for

management and the Board of Directors. OG&E's definition of gross margin may be different from similar terms used by other companies. Further, gross margin is not intended to replace operating revenues as determined in accordance with GAAP as an indicator of operating performance.

#### Reconciliation of Gross Margin to Revenue attributable to OG&E

(In millions)	Three Months Ended June 30,	
	2018	2017
Operating revenues	\$ 567.0	\$ 586.4
Less:		
Cost of sales	208.7	232.1
<b>Gross Margin</b>	<b>\$ 358.3</b>	<b>\$ 354.3</b>

Some of the matters discussed in this news release may contain forward-looking statements that are subject to certain risks, uncertainties and assumptions. Such forward-looking statements are intended to be identified in this document by the words "anticipate", "believe", "estimate", "expect", "intend", "objective", "plan", "possible", "potential", "project" and similar expressions. Actual results may vary materially. Factors that could cause actual results to differ materially include, but are not limited to: general economic conditions, including the availability of credit, access to existing lines of credit, access to the commercial paper markets, actions of rating agencies and their impact on capital expenditures; the ability of the Company and its subsidiaries to access the capital markets and obtain financing on favorable terms as well as inflation rates and monetary fluctuations; the ability to obtain timely and sufficient rate relief to allow for recovery of items such as capital expenditures, fuel costs, operating costs, transmission costs and deferred expenditures; prices and availability of electricity, coal, natural gas and NGLs; the timing and extent of changes in commodity prices, particularly natural gas and NGLs, the competitive effects of the available pipeline capacity in the regions Enable serves, and the effects of geographic and seasonal commodity price differentials, including the effects of these circumstances on re-contracting available capacity on Enable's interstate pipelines; the timing and extent of changes in the supply of natural gas, particularly supplies available for gathering by Enable's gathering and processing business and transporting by Enable's interstate pipelines, including the impact of natural gas and NGLs prices on the level of drilling and production activities in the regions Enable serves; business conditions in the energy and natural gas midstream industries, including the demand for natural gas, NGLs, crude oil and midstream services; competitive factors including the extent and timing of the entry of additional competition in the markets served by the Company; the impact on demand for our services resulting from cost-competitive advances in technology, such as distributed electricity generation and customer energy efficiency programs; technological developments, changing markets and other factors that result in competitive disadvantages and create the potential for impairment of existing assets; factors affecting utility operations such as unusual weather conditions; catastrophic weather-related damage; unscheduled generation outages, unusual maintenance or repairs; unanticipated changes to fossil fuel, natural gas or coal supply costs or availability due to higher demand, shortages, transportation problems or other developments; environmental incidents; or electric transmission or gas pipeline system constraints; availability and prices of raw materials for current and future construction projects; the effect of retroactive pricing of transactions in the SPP markets or adjustments in market pricing mechanisms by the SPP; federal or state legislation and regulatory decisions and initiatives that affect cost and investment recovery, have an impact on rate structures or affect the speed and degree to which competition enters the Company's markets; environmental laws, safety laws or other regulations that may impact the cost of operations or restrict or change the way the Company operates its facilities; changes in accounting standards, rules or guidelines; the discontinuance of accounting principles for certain types of rate-regulated activities; the cost of protecting assets against, or damage due to, terrorism or cyberattacks and other catastrophic events; creditworthiness of suppliers, customers and other contractual parties; social attitudes regarding the utility, natural gas and power industries; identification of suitable investment opportunities to enhance shareholder returns and achieve long-term financial objectives through business acquisitions and divestitures; increased pension and healthcare costs; costs and other effects of legal and administrative proceedings, settlements, investigations, claims and matters; difficulty in making accurate assumptions and projections regarding future revenues and costs associated with the Company's equity investment in Enable that the Company does not control; and other risk factors listed in the reports filed by the Company with the Securities and Exchange Commission including those listed in Risk Factors in the Company's Form 10-K for the year ended December 31, 2017 and in the Company's Form 10-Q for the quarter ended June 30, 2018.

Note: Consolidated Statements of Income, Financial and Statistical Data attached.

**OGE ENERGY CORP.**  
**CONDENSED CONSOLIDATED STATEMENTS OF INCOME**  
(Unaudited)

<i>(In millions except per share data)</i>	Three Months Ended June		Six Months Ended June 30,	
	30,	2017	2018	2017
	2018		2018	
<b>OPERATING REVENUES</b>				
Revenues from contracts with customers	\$ 547.7	\$ —	\$ 1,025.6	\$ —
Other revenues	19.3	—	34.1	—
Operating revenues	567.0	586.4	1,059.7	1,042.4
<b>COST OF SALES</b>	<b>208.7</b>	<b>232.1</b>	<b>419.2</b>	<b>440.8</b>
<b>OPERATING EXPENSES</b>				
Other operation and maintenance	123.2	112.5	242.0	234.6
Depreciation and amortization	80.9	74.7	159.7	130.3
Taxes other than income	22.5	21.3	46.6	45.2
Operating expenses	226.6	208.5	448.3	410.1
<b>OPERATING INCOME</b>	<b>131.7</b>	<b>145.8</b>	<b>192.2</b>	<b>191.5</b>
<b>OTHER INCOME (EXPENSE)</b>				
Equity in earnings of unconsolidated affiliates	29.3	29.4	63.2	65.0
Allowance for equity funds used during construction	6.3	8.5	13.3	15.4
Other net periodic benefit income (expense)	0.8	(2.3)	2.1	(4.2)
Other income	4.7	10.3	10.1	19.1
Other expense	(3.3)	(3.2)	(7.7)	(7.3)
Net other income	37.8	42.7	81.0	88.0
<b>INTEREST EXPENSE</b>				
Interest on long-term debt	39.7	39.2	79.3	75.1
Allowance for borrowed funds used during construction	(2.8)	(4.1)	(6.5)	(7.4)
Interest on short-term debt and other interest charges	4.0	2.0	6.7	4.4
Interest expense	40.9	37.1	79.5	72.1
<b>INCOME BEFORE TAXES</b>	<b>128.6</b>	<b>151.4</b>	<b>193.7</b>	<b>207.4</b>
<b>INCOME TAX EXPENSE</b>	<b>17.9</b>	<b>46.6</b>	<b>28.0</b>	<b>66.6</b>
<b>NET INCOME</b>	<b>\$ 110.7</b>	<b>\$ 104.8</b>	<b>\$ 165.7</b>	<b>\$ 140.8</b>
<b>BASIC AVERAGE COMMON SHARES OUTSTANDING</b>	<b>199.7</b>	<b>199.7</b>	<b>199.7</b>	<b>199.7</b>
<b>DILUTED AVERAGE COMMON SHARES OUTSTANDING</b>	<b>200.5</b>	<b>199.9</b>	<b>200.3</b>	<b>200.0</b>
<b>BASIC EARNINGS PER AVERAGE COMMON SHARE</b>	<b>\$ 0.55</b>	<b>\$ 0.52</b>	<b>\$ 0.83</b>	<b>\$ 0.70</b>
<b>DILUTED EARNINGS PER AVERAGE COMMON SHARE</b>	<b>\$ 0.55</b>	<b>\$ 0.52</b>	<b>\$ 0.83</b>	<b>\$ 0.70</b>
<b>DIVIDENDS DECLARED PER COMMON SHARE</b>	<b>\$ 0.33250</b>	<b>\$ 0.30250</b>	<b>\$ 0.66500</b>	<b>\$ 0.60500</b>

**Oklahoma Gas and Electric Company**  
**Financial and Statistical Data**

<i>(Dollars in millions)</i>	Three Months Ended		Six Months Ended	
	June 30,		June 30,	
	2018	2017	2018	2017
<b>Operating revenues by classification:</b>				
Residential	\$ 226.2	\$ 212.6	\$ 428.3	\$ 404.9
Commercial	158.2	152.1	280.9	276.4
Industrial	49.3	54.0	92.4	98.3
Oilfield	38.6	43.1	73.2	81.2
Public authorities and street light	53.0	54.3	96.5	98.8
Sales for resale	—	0.1	0.1	0.1
System sales revenues	525.3	516.2	971.4	959.7
Provision for rate refund	(16.5)	16.6	(19.7)	(4.2)
Integrated market	13.2	6.3	21.8	2.8
Transmission	40.2	43.4	76.0	75.4
Other	4.8	3.9	10.2	8.7
<b>Total operating revenues</b>	<b>\$ 567.0</b>	<b>\$ 586.4</b>	<b>\$ 1,059.7</b>	<b>\$ 1,042.4</b>
<b>MWh sales by classification (In millions)</b>				
Residential	2.3	2.0	4.7	4.0
Commercial	2.2	2.0	3.9	3.6
Industrial	0.9	1.0	1.8	1.8
Oilfield	0.9	0.8	1.7	1.6
Public authorities and street light	0.8	0.8	1.5	1.5
System sales	7.1	6.6	13.6	12.5
Integrated market	0.3	0.5	0.6	0.8
<b>Total sales</b>	<b>7.4</b>	<b>7.1</b>	<b>14.2</b>	<b>13.3</b>
<b>Number of customers</b>	<b>845,244</b>	<b>838,163</b>	<b>845,244</b>	<b>838,163</b>
<b>Weighted-average cost of energy per kilowatt-hour (In cents)</b>				
Natural gas	2.338	2.842	2.475	2.831
Coal	2.058	2.188	2.028	2.142
<b>Total fuel</b>	<b>2.047</b>	<b>2.302</b>	<b>2.058</b>	<b>2.215</b>
<b>Total fuel and purchased power</b>	<b>2.721</b>	<b>3.209</b>	<b>2.827</b>	<b>3.172</b>
<b>Degree days</b>				
Heating - Actual	328	189	2,208	1,570
Heating - Normal	203	203	2,001	2,002
Cooling - Actual	776	567	786	624
Cooling - Normal	625	625	638	638