



3rd Quarter 2011 Financial Overview

OGE Energy Corp. (NYSE: OGE), the parent company of Oklahoma Gas and Electric Company (OG&E) and OGE Enogex Holdings LLC, today reported earnings of \$1.80 per diluted share for the three months ended September 30, 2011, compared to \$1.65 per diluted share for the third quarter of 2010.

OG&E, a regulated electric utility, contributed earnings of \$1.60 per share in the third quarter, compared with earnings of \$1.43 per share in the third quarter last year. Enogex, a midstream natural gas pipeline business, contributed earnings of \$0.19 per share compared with earnings of \$0.23 per share in the year-ago quarter. The holding company posted earnings of \$0.01 per share in the third quarter, compared with a loss of \$0.01 per share in the third quarter of 2010.

"I first want to congratulate all of our members on their outstanding performance during the record heat wave of 2011," said Pete Delaney, OGE Energy chairman and CEO. "Our commitment to infrastructure investments at both OG&E and Enogex served us well in delivering reliable service during this very hot summer. We continue to invest in both businesses and are executing our plan to deliver value to customers and shareholders."

Discussion of Third Quarter 2011

OGE Energy's consolidated gross margin on revenues was \$554 million in the third quarter, compared with \$513 million a year ago. Net income attributable to OGE Energy was \$179 million in the third quarter, compared to \$163 million in the year-ago quarter.

OG&E's gross margin on revenues was \$440 million in the third quarter, compared with \$412 million in the comparable quarter last year. The increase was primarily due to hot summer weather - Oklahoma City experienced 52 days of temperatures at or above 100 degrees in the third quarter, higher transmission revenues and new customer growth. Net income at the utility was \$159 million in the third quarter, compared with \$142 million a year earlier.

Enogex's gross margin on revenues was \$114 million in the third quarter, compared with \$102 million in the comparable quarter last year. The increase was primarily due to higher gross margins in the transportation and processing businesses. However, net income attributable to OGE Enogex Holdings fell from \$23 million in the third quarter of 2010 to \$19 million in the third quarter of 2011 primarily resulting from higher operating expenses due to system expansion and an outage at Enogex's Cox City processing plant.

2011 Outlook

OGE Energy projects earnings to be between \$3.40 and \$3.45 per average diluted share an increase from the previously issued earnings guidance of \$3.00 to \$3.20 per average diluted share. The primary driver for the increase is higher gross margins at the utility from the extremely hot summer weather experienced in its service territory. The additional assumptions regarding the Company's 2011 earnings guidance are contained in the Company's Form 10-Q for the quarter ended September 30, 2011 on file with the Securities and Exchange Commission.

Conference Call Webcast

OGE Energy will host a conference call for discussion of the results and the outlook for the rest of 2011 on Thursday, November 3, at 8 a.m. CDT. The conference will be available through www.oge.com. OGE Energy is the parent company of Oklahoma Gas and Electric Company (OG&E), which serves more than 789,000 customers in a service territory spanning 30,000 square miles in Oklahoma and western Arkansas, and of OGE Enogex Holdings LLC, a midstream natural gas pipeline business with principal operations in Oklahoma.

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 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; prices and availability of electricity, coal, natural gas and natural gas liquids, each on a stand-alone basis and in relation to each other as well as the processing contract mix between percent-of-liquids, percent-of-proceeds, keep-whole and fixed-fee; business conditions in the energy and natural gas midstream industries; competitive factors including the extent and timing of the entry of additional competition in the markets served by the Company; unusual weather; availability and prices of raw materials for current and future construction projects; 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 and regulations that may impact the Company's operations; changes in accounting standards, rules or guidelines; the discontinuance of accounting principles for certain types of rate-regulated activities; whether OG&E can successfully implement its Smart Grid program to install meters for its customers and integrate the Smart Grid meters with its customer billing and other computer information systems; advances in technology; creditworthiness of suppliers, customers and other contractual parties; the higher degree of risk associated with the Company's nonregulated business compared with the Company's regulated utility business; and other risk factors listed in the reports filed by the Company with the Securities and Exchange Commission including those listed in Risk Factors and Exhibit 99.01 to the Company's Form 10-K for the year ended December 31, 2010.

OGE Energy Corp.
consolidated statements of income
(unaudited)

	Three Months Ended September 30		Nine Months Ended September 30	
	2011	2010	2011	2010
	<i>(In millions, except per share data)</i>			
OPERATING REVENUES				
Electric Utility operating revenues	\$ 774.8	\$ 723.0	\$ 1,765.6	\$ 1,679.8
Natural Gas Midstream Operations operating revenues	437.3	402.4	1,265.1	1,208.6
Total operating revenues	1,212.1	1,125.4	3,030.7	2,888.4
COST OF GOODS SOLD (exclusive of depreciation and amortization shown below)				
Electric Utility cost of goods sold	322.7	299.4	772.7	757.2
Natural Gas Midstream Operations cost of goods sold	335.8	313.2	969.1	932.0
Total cost of goods sold	658.5	612.6	1,741.8	1,689.2
Gross margin on revenues	553.6	512.8	1,288.9	1,199.2
OPERATING EXPENSES				
Other operation and maintenance	147.4	142.4	432.3	401.0
Depreciation and amortization	77.1	73.7	225.8	215.2
Impairment of assets	5.0	-	5.0	-
Taxes other than income	24.4	22.5	76.0	70.5
Total operating expenses	253.9	238.6	739.1	686.7
OPERATING INCOME	299.7	274.2	549.8	512.5
OTHER INCOME (EXPENSE)				
Interest income	0.2	-	0.4	-
Allowance for equity funds used during construction	5.9	2.6	16.1	7.2
Other income	(2.2)	0.6	11.1	5.8
Other expense	(6.4)	(2.7)	(12.2)	(8.8)
Net other income (expense)	(2.5)	0.5	15.4	4.2
INTEREST EXPENSE				
Interest on long-term debt	37.4	36.3	108.6	103.3
Allowance for borrowed funds used during construction	(2.9)	(1.3)	(8.1)	(3.5)
Interest on short-term debt and other interest charges	1.0	1.4	3.6	4.7
Interest expense	35.5	36.4	104.1	104.5
INCOME BEFORE TAXES	261.7	238.3	461.1	412.2
INCOME TAX EXPENSE	80.3	74.8	140.7	145.6
NET INCOME	181.4	163.5	320.4	266.6
Less: Net income attributable to noncontrolling interests	2.7	0.4	13.9	2.0
NET INCOME ATTRIBUTABLE TO OGE ENERGY	\$ 178.7	\$ 163.1	\$ 306.5	\$ 264.6
BASIC AVERAGE COMMON SHARES OUTSTANDING	98.0	97.4	97.9	97.3
DILUTED AVERAGE COMMON SHARES OUTSTANDING	99.3	99.0	99.2	98.8
BASIC EARNINGS PER AVERAGE COMMON SHARE				
ATTRIBUTABLE TO OGE ENERGY COMMON SHAREHOLDERS	\$ 1.82	\$ 1.67	\$ 3.13	\$ 2.72
DILUTED EARNINGS PER AVERAGE COMMON SHARE				
ATTRIBUTABLE TO OGE ENERGY COMMON SHAREHOLDERS	\$ 1.80	\$ 1.65	\$ 3.09	\$ 2.68

OGE Energy Corp.
consolidated statements of retained earnings
(unaudited)

	Three Months Ended September 30		Nine Months Ended September 30	
	2011	2010	2011	2010
	<i>(In millions)</i>			
BALANCE AT BEGINNING OF PERIOD	\$ 1,434.9	\$ 1,258.7	\$ 1,380.6	\$ 1,227.8
Net income attributable to OGE Energy	178.7	163.1	306.5	264.6
Dividends declared on common stock	(36.8)	(35.3)	(110.3)	(105.9)
BALANCE AT END OF PERIOD	<u>\$ 1,576.8</u>	<u>\$ 1,386.5</u>	<u>\$ 1,576.8</u>	<u>\$ 1,386.5</u>

capitalization ratios
(unaudited)

	September 30 2011	December 31 2010
Stockholders' equity	51.1%	50.4%
Long-term debt (includes long-term debt due within one year)	48.9%	49.6%

OGE Energy Corp.
consolidated statements of cash flows
(unaudited)

	Nine Months Ended	
	September 30	
	2011	2010
	<i>(In millions)</i>	
CASH FLOWS FROM OPERATING ACTIVITIES		
Net Income	\$ 320.4	\$ 266.6
Adjustments to Reconcile Net Income to Net Cash Provided from Operating Activities		
Depreciation and amortization	225.8	215.2
Impairment of assets	5.0	-
Deferred income taxes and investment tax credits, net	146.1	146.8
Allowance for equity funds used during construction	(16.1)	(7.2)
(Gain) Loss on disposition and abandonment of assets	(2.8)	0.9
Stock-based compensation expense	3.4	4.9
Excess tax benefit on stock-based compensation	-	(0.7)
Price risk management assets	0.1	2.3
Price risk management liabilities	12.0	6.2
Regulatory assets	9.6	15.4
Regulatory liabilities	0.6	(10.3)
Other assets	(5.4)	5.4
Other liabilities	(41.3)	(10.9)
Change in certain current assets and liabilities		
Accounts receivable, net	(118.5)	(48.0)
Accrued unbilled revenues	(9.8)	(11.2)
Income taxes receivable	(3.6)	141.2
Fuel, materials and supplies inventories	61.5	(12.3)
Gas imbalance assets	(0.1)	-
Fuel clause under recoveries	(32.2)	(0.6)
Other current assets	7.1	7.8
Accounts payable	(40.9)	(13.7)
Gas imbalance liabilities	(1.1)	(1.0)
Fuel clause over recoveries	(21.4)	(119.5)
Other current liabilities	30.3	9.6
Net cash provided from operating activities	<u>528.7</u>	<u>586.9</u>
CASH FLOWS FROM INVESTING ACTIVITIES		
Capital expenditures (less allowance for equity funds used during construction)	(907.3)	(612.5)
Reimbursement of capital expenditures	37.2	24.5
Proceeds from sale of assets	17.8	1.9
Other investing activities	-	0.1
Net cash used in investing activities	<u>(852.3)</u>	<u>(586.0)</u>
CASH FLOWS FROM FINANCING ACTIVITIES		
Proceeds from long-term debt	246.3	246.2
Increase in short-term debt	144.0	49.0
Contributions from noncontrolling interest partners	73.5	-
Issuance of common stock	11.0	13.5
Proceeds from line of credit	-	115.0
Excess tax benefit on stock-based compensation	-	0.7
Retirement of long-term debt	-	(289.2)
Distributions to noncontrolling interest partners	(12.8)	-
Repayment of line of credit	(25.0)	(80.0)
Dividends paid on common stock	(110.1)	(105.7)
Net cash provided from (used in) financing activities	<u>326.9</u>	<u>(50.5)</u>
NET INCREASE (DECREASE) IN CASH AND CASH EQUIVALENTS	3.3	(49.6)
CASH AND CASH EQUIVALENTS AT BEGINNING OF PERIOD	2.3	58.1
CASH AND CASH EQUIVALENTS AT END OF PERIOD	<u>\$ 5.6</u>	<u>\$ 8.5</u>

OGE Energy Corp.
consolidated balance sheets

	September 30 2011	December 31 2010
	<i>(In millions)</i>	
ASSETS		
CURRENT ASSETS		
Cash and cash equivalents	\$ 5.6	\$ 2.3
Accounts receivable, less reserve of \$2.4 and \$1.9, respectively	396.4	277.9
Accrued unbilled revenues	66.6	56.8
Income taxes receivable	8.3	4.7
Fuel inventories	91.0	158.8
Materials and supplies, at average cost	89.6	83.3
Price risk management	1.8	1.4
Gas imbalances	2.6	2.5
Deferred income taxes	13.8	18.7
Fuel clause under recoveries	33.2	1.0
Other	17.6	24.7
Total current assets	<u>726.5</u>	<u>632.1</u>
OTHER PROPERTY AND INVESTMENTS, at cost	45.4	44.9
PROPERTY, PLANT AND EQUIPMENT		
In service	9,569.3	9,188.0
Construction work in progress	874.7	460.0
Total property, plant and equipment	<u>10,444.0</u>	<u>9,648.0</u>
Less accumulated depreciation	<u>3,295.2</u>	<u>3,183.6</u>
Net property, plant and equipment	7,148.8	6,464.4
DEFERRED CHARGES AND OTHER ASSETS		
Regulatory assets	415.3	489.4
Price risk management	0.3	0.8
Other	42.5	37.5
Total deferred charges and other assets	<u>458.1</u>	<u>527.7</u>
TOTAL ASSETS	<u><u>\$ 8,378.8</u></u>	<u><u>\$ 7,669.1</u></u>

OGE Energy Corp.
consolidated balance sheets

	September 30 2011	December 31 2010
	<i>(In millions)</i>	
LIABILITIES AND STOCKHOLDERS' EQUITY		
CURRENT LIABILITIES		
Short-term debt	\$ 289.0	\$ 145.0
Accounts payable	297.4	321.7
Dividends payable	36.8	36.6
Customer deposits	68.0	67.0
Accrued taxes	61.6	39.3
Accrued interest	35.1	53.1
Accrued compensation	54.0	43.3
Price risk management	6.9	16.8
Gas imbalances	5.6	6.7
Fuel clause over recoveries	8.5	29.9
Other	71.3	55.1
Total current liabilities	<u>934.2</u>	<u>814.5</u>
LONG-TERM DEBT	2,586.9	2,362.9
DEFERRED CREDITS AND OTHER LIABILITIES		
Accrued benefit obligations	241.5	372.4
Deferred income taxes	1,599.8	1,434.8
Deferred investment tax credits	6.9	9.4
Regulatory liabilities	223.2	193.1
Price risk management	0.1	-
Deferred revenues	39.1	36.7
Other	48.2	45.3
Total deferred credits and other liabilities	<u>2,158.8</u>	<u>2,091.7</u>
Total liabilities	<u>5,679.9</u>	<u>5,269.1</u>
STOCKHOLDERS' EQUITY		
Common stockholders' equity	999.6	969.2
Retained earnings	1,576.8	1,380.6
Accumulated other comprehensive loss, net of tax	(35.5)	(60.2)
Total OGE Energy stockholders' equity	<u>2,540.9</u>	<u>2,289.6</u>
Noncontrolling interests	158.0	110.4
Total stockholders' equity	<u>2,698.9</u>	<u>2,400.0</u>
TOTAL LIABILITIES AND STOCKHOLDERS' EQUITY	<u><u>\$ 8,378.8</u></u>	<u><u>\$ 7,669.1</u></u>

OGE Energy Corp.
financial and statistical data
(unaudited)

(unaudited)	Three Months Ended		Nine Months Ended	
	September 30		September 30	
	2011	2010	2011	2010
	(In millions)			
ELECTRIC UTILITY				
Operating revenues by classification				
Residential	\$ 360.0	\$ 330.9	\$ 771.2	\$ 729.8
Commercial	177.5	176.5	417.6	409.5
Industrial	68.2	66.2	168.2	164.5
Oilfield	49.8	49.6	127.4	125.6
Public authorities and street light	69.2	67.8	162.5	157.8
Sales for resale	22.8	19.3	50.9	50.5
Provision for rate refund	-	(0.4)	-	(0.4)
System sales revenues	747.5	709.9	1,697.8	1,637.3
Off-system sales revenues	13.6	5.8	35.5	19.7
Other	13.7	7.3	32.3	22.8
Total operating revenues	<u>\$ 774.8</u>	<u>\$ 723.0</u>	<u>\$ 1,765.6</u>	<u>\$ 1,679.8</u>
Sales of electricity - MWH (a) sales by classification				
Residential	3.5	3.2	8.0	7.6
Commercial	2.0	1.9	5.3	5.1
Industrial	1.0	1.0	2.9	2.9
Oilfield	0.8	0.8	2.4	2.3
Public authorities and street light	0.9	0.9	2.4	2.3
Sales for resale	0.4	0.4	1.1	1.1
System sales	8.6	8.2	22.1	21.3
Off-system sales	0.4	0.2	1.0	0.5
Total sales	<u>9.0</u>	<u>8.4</u>	<u>23.1</u>	<u>21.8</u>
Number of customers	788,998	782,174	788,998	782,174
Average cost of energy per KWH (b) - cents				
Natural gas	4.319	4.546	4.388	4.838
Coal	2.077	1.951	2.048	1.891
Total fuel	3.155	3.084	2.963	3.063
Total fuel and purchased power	3.443	3.407	3.268	3.361
Degree days				
Heating - Actual	17	7	2,095	2,305
Heating - Normal	29	29	2,228	2,228
Cooling - Actual	1,761	1,541	2,687	2,286
Cooling - Normal	1,295	1,295	1,850	1,850
NATURAL GAS MIDSTREAM OPERATIONS				
Operating revenues	\$ 459.3	\$ 432.0	\$ 1,331.8	\$ 1,289.6
Operating income	\$ 41.1	\$ 44.8	\$ 131.6	\$ 140.3
Net income attributable to OGE Enogex Holdings	\$ 19.3	\$ 22.8	\$ 63.1	\$ 68.8
Net cash provided from operating activities	\$ 44.7	\$ 86.2	\$ 180.8	\$ 240.9
Capital expenditures	\$ 103.7	\$ 60.8	\$ 278.3	\$ 157.5
Gathered volumes - TBtu/d (c)	1.43	1.34	1.36	1.32
Incremental transportation volumes - TBtu/d (d)	0.67	0.46	0.57	0.44
Total throughput volumes - TBtu/d	<u>2.10</u>	<u>1.80</u>	<u>1.93</u>	<u>1.76</u>
Natural gas processed - TBtu/d	0.79	0.86	0.77	0.81
Natural gas liquids sold (keep-whole) - million gallons	48	44	132	137
Natural gas liquids sold (purchase for resale) - million gallons	114	119	338	339
Natural gas liquids sold (percent-of-liquids) - million gallons	6	7	18	18
Natural gas liquids sold (percent-of-proceeds) - million gallons	1	1	3	4
Total natural gas liquids sold - million gallons	<u>169</u>	<u>171</u>	<u>491</u>	<u>498</u>
Average natural gas liquids sales price per gallon	\$ 1.24	\$ 0.92	\$ 1.19	\$ 0.94
Average natural gas sales price per MMBtu (e)	\$ 4.30	\$ 4.13	\$ 4.26	\$ 4.46

(a) Megawatt-hours.

(b) Kilowatt-hours.

(c) Trillion British thermal units per day.

(d) Incremental transportation volumes consist of natural gas moved only on the transportation pipeline.

(e) Million British thermal units.

Oklahoma Gas and Electric Company
statements of income
(unaudited)

	Three Months Ended September 30		Nine Months Ended September 30	
	2011	2010	2011	2010
	<i>(In millions)</i>			
OPERATING REVENUES	\$ 774.8	\$ 723.0	\$ 1,765.6	\$ 1,679.8
COST OF GOODS SOLD (exclusive of depreciation and amortization shown below)	334.7	311.2	808.4	792.8
Gross margin on revenues	440.1	411.8	957.2	887.0
OPERATING EXPENSES				
Other operation and maintenance	108.3	110.8	324.3	305.9
Depreciation and amortization	54.9	53.1	158.8	153.4
Taxes other than income	18.2	16.9	56.1	51.8
Total operating expenses	181.4	180.8	539.2	511.1
OPERATING INCOME	258.7	231.0	418.0	375.9
OTHER INCOME (EXPENSE)				
Interest income	0.2	0.1	0.4	0.1
Allowance for equity funds used during construction	5.9	2.6	16.1	7.2
Other income	(3.1)	(1.1)	3.2	2.2
Other expense	(3.4)	(0.4)	(4.9)	(1.4)
Net other income (expense)	(0.4)	1.2	14.8	8.1
INTEREST EXPENSE				
Interest on long-term debt	31.0	27.7	87.9	76.9
Allowance for borrowed funds used during construction	(2.9)	(1.3)	(8.1)	(3.5)
Interest on short-term debt and other interest charges	0.7	1.0	2.4	3.4
Interest expense	28.8	27.4	82.2	76.8
INCOME BEFORE TAXES	229.5	204.8	350.6	307.2
INCOME TAX EXPENSE	70.9	62.7	107.0	103.9
NET INCOME	\$ 158.6	\$ 142.1	\$ 243.6	\$ 203.3
BASIC AVERAGE COMMON SHARES OUTSTANDING	98.0	97.4	97.9	97.3
DILUTED AVERAGE COMMON SHARES OUTSTANDING	99.3	99.0	99.2	98.8
BASIC EARNINGS PER AVERAGE COMMON SHARE				
ATTRIBUTABLE TO OGE ENERGY COMMON SHAREHOLDERS	\$ 1.62	\$ 1.46	\$ 2.49	\$ 2.09
DILUTED EARNINGS PER AVERAGE COMMON SHARE				
ATTRIBUTABLE TO OGE ENERGY COMMON SHAREHOLDERS	\$ 1.60	\$ 1.43	\$ 2.46	\$ 2.06

Oklahoma Gas and Electric Company
statements of cash flows
(unaudited)

	Nine Months Ended	
	September 30	
	2011	2010
	<i>(In millions)</i>	
CASH FLOWS FROM OPERATING ACTIVITIES		
Net Income	\$ 243.6	\$ 203.3
Adjustments to Reconcile Net Income to Net Cash Provided from Operating Activities		
Depreciation and amortization	158.8	153.4
Deferred income taxes and investment tax credits, net	83.6	130.2
Allowance for equity funds used during construction	(16.1)	(7.2)
Stock-based compensation expense	2.2	-
Regulatory assets	9.6	15.4
Regulatory liabilities	0.6	(10.3)
Other assets	(3.2)	2.9
Other liabilities	(53.6)	(51.5)
Change in certain current assets and liabilities		
Accounts receivable, net	(115.0)	(76.5)
Accrued unbilled revenues	(9.8)	(11.2)
Fuel, materials and supplies inventories	59.9	(4.8)
Gas imbalance assets	0.1	0.1
Fuel clause under recoveries	(32.2)	(0.6)
Other current assets	4.7	4.4
Accounts payable	(22.1)	5.0
Accounts payable - affiliates	(3.3)	(0.3)
Income taxes payable - parent	23.4	92.5
Gas imbalance liabilities	0.1	-
Fuel clause over recoveries	(21.4)	(119.5)
Other current liabilities	34.9	19.8
Net cash provided from operating activities	<u>344.8</u>	<u>345.1</u>
CASH FLOWS FROM INVESTING ACTIVITIES		
Capital expenditures (less allowance for equity funds used during construction)	(620.4)	(446.9)
Reimbursement of capital expenditures	37.2	21.2
Proceeds from sale of assets	0.5	1.0
Net cash used in investing activities	<u>(582.7)</u>	<u>(424.7)</u>
CASH FLOWS FROM FINANCING ACTIVITIES		
Proceeds from long-term debt	246.3	246.2
Capital contribution from OGE Energy	50.0	-
Dividends paid on common stock	-	(30.3)
Changes in advances with parent	(58.4)	(136.3)
Net cash provided from financing activities	<u>237.9</u>	<u>79.6</u>
NET CHANGE IN CASH AND CASH EQUIVALENTS	-	-
CASH AND CASH EQUIVALENTS AT BEGINNING OF PERIOD	-	-
CASH AND CASH EQUIVALENTS AT END OF PERIOD	<u>\$ -</u>	<u>\$ -</u>

Oklahoma Gas and Electric Company

balance sheets

	September 30	December 31
	2011	2010
	<i>(In millions)</i>	
ASSETS		
CURRENT ASSETS		
Accounts receivable, less reserve of \$2.3 and \$1.6, respectively	\$ 257.3	\$ 142.3
Accrued unbilled revenues	66.6	56.8
Advances to parent	103.9	68.9
Fuel inventories	68.5	134.9
Materials and supplies, at average cost	83.6	77.1
Gas imbalances	-	0.1
Deferred income taxes	14.4	10.7
Fuel clause under recoveries	33.2	1.0
Other	15.7	20.4
Total current assets	643.2	512.2
OTHER PROPERTY AND INVESTMENTS, at cost	2.7	2.9
PROPERTY, PLANT AND EQUIPMENT		
In service	7,271.4	7,043.6
Construction work in progress	658.2	328.1
Total property, plant and equipment	7,929.6	7,371.7
Less accumulated depreciation	2,565.2	2,494.4
Net property, plant and equipment	5,364.4	4,877.3
DEFERRED CHARGES AND OTHER ASSETS		
Regulatory assets	415.3	489.4
Other	26.2	16.3
Total deferred charges and other assets	441.5	505.7
TOTAL ASSETS	\$ 6,451.8	\$ 5,898.1

Oklahoma Gas and Electric Company

balance sheets

	September 30 2011	December 31 2010
	<i>(In millions)</i>	
LIABILITIES AND STOCKHOLDER'S EQUITY		
CURRENT LIABILITIES		
Accounts payable - affiliates	\$ 1.1	\$ 4.4
Accounts payable - other	142.1	144.1
Customer deposits	65.2	63.2
Accrued taxes	48.3	31.2
Accrued interest	29.6	41.6
Accrued compensation	29.7	22.2
Price risk management	1.6	1.3
Gas imbalances	0.1	-
Fuel clause over recoveries	8.5	29.9
Other	60.6	40.3
Total current liabilities	<u>386.8</u>	<u>378.2</u>
LONG-TERM DEBT	2,039.2	1,790.4
DEFERRED CREDITS AND OTHER LIABILITIES		
Accrued benefit obligations	145.4	259.8
Deferred income taxes	1,140.0	1,055.3
Deferred investment tax credits	6.9	9.4
Regulatory liabilities	223.2	193.1
Price risk management	1.7	2.2
Other	34.5	31.6
Total deferred credits and other liabilities	<u>1,551.7</u>	<u>1,551.4</u>
Total liabilities	<u>3,977.7</u>	<u>3,720.0</u>
STOCKHOLDER'S EQUITY		
Common stockholder's equity	1,010.7	958.4
Retained earnings	1,465.4	1,221.8
Accumulated other comprehensive loss, net of tax	(2.0)	(2.1)
Total stockholder's equity	<u>2,474.1</u>	<u>2,178.1</u>
TOTAL LIABILITIES AND STOCKHOLDER'S EQUITY	<u><u>\$ 6,451.8</u></u>	<u><u>\$ 5,898.1</u></u>

OGE Enogex Holdings LLC and subsidiaries
consolidated statements of income
(unaudited)

	Three Months Ended September 30		Nine Months Ended September 30	
	2011	2010 *	2011	2010 *
	<i>(In millions)</i>			
OPERATING REVENUES	\$ 459.3	\$ 432.0	\$ 1,331.8	\$ 1,289.6
COST OF GOODS SOLD (exclusive of depreciation and amortization shown below)	345.7	329.8	1,000.4	974.1
Gross margin on revenues	113.6	102.2	331.4	315.5
OPERATING EXPENSES				
Other operation and maintenance	43.5	34.8	121.3	105.9
Depreciation and amortization	18.6	17.8	56.8	53.5
Impairment of assets	5.0	-	5.0	-
Taxes other than income	5.4	4.8	16.7	15.8
Total operating expenses	72.5	57.4	199.8	175.2
OPERATING INCOME	41.1	44.8	131.6	140.3
OTHER INCOME (EXPENSE)				
Other income	(0.2)	-	3.8	0.1
Other expense	(0.5)	-	(1.0)	(0.1)
Net other income (expense)	(0.7)	-	2.8	-
INTEREST EXPENSE				
Interest on long-term debt	4.8	7.1	16.4	22.2
Other interest charges	0.3	0.3	0.8	1.1
Interest expense	5.1	7.4	17.2	23.3
INCOME BEFORE TAXES	35.3	37.4	117.2	117.0
INCOME TAX EXPENSE	13.3	14.2	40.2	46.2
NET INCOME	22.0	23.2	77.0	70.8
Less: Net income attributable to noncontrolling interests	2.7	0.4	13.9	2.0
NET INCOME ATTRIBUTABLE TO OGE ENOGEX HOLDINGS LLC	\$ 19.3	\$ 22.8	\$ 63.1	\$ 68.8
BASIC AVERAGE COMMON SHARES OUTSTANDING	98.0	97.4	97.9	97.3
DILUTED AVERAGE COMMON SHARES OUTSTANDING	99.3	99.0	99.2	98.8
BASIC EARNINGS PER AVERAGE COMMON SHARE ATTRIBUTABLE TO OGE ENERGY COMMON SHAREHOLDERS	\$ 0.20	\$ 0.23	\$ 0.64	\$ 0.71
DILUTED EARNINGS PER AVERAGE COMMON SHARE ATTRIBUTABLE TO OGE ENERGY COMMON SHAREHOLDERS	\$ 0.19	\$ 0.23	\$ 0.64	\$ 0.70

* Amounts prior to November 1, 2010 represent Enogex LLC and subsidiaries restated to include OGE Energy Resources LLC.

***OGE Enogex Holdings LLC and subsidiaries
consolidated statements of cash flows
(unaudited)***

	Nine Months Ended	
	September 30	
	2011	2010 *
	<i>(In millions)</i>	
CASH FLOWS FROM OPERATING ACTIVITIES		
Net Income	\$ 77.0	\$ 70.8
Adjustments to Reconcile Net Income to Net Cash Provided from Operating Activities		
Depreciation and amortization	56.8	53.5
Impairment of assets	5.0	-
Deferred income taxes, net	72.2	21.5
(Gain) Loss on disposition and abandonment of assets	(2.8)	-
Stock-based compensation expense	2.9	-
Price risk management assets	0.4	(1.0)
Price risk management liabilities	11.8	5.9
Other assets	(1.6)	0.1
Other liabilities	7.0	5.7
Change in certain current assets and liabilities		
Accounts receivable, net	(3.6)	28.5
Accounts receivable - affiliates	3.3	0.3
Natural gas, natural gas liquids, materials and supplies inventories	1.1	(6.8)
Gas imbalance assets	(0.1)	(0.1)
Other current assets	0.6	3.0
Accounts payable	(9.9)	(15.9)
Income taxes payable - parent	(32.1)	57.1
Gas imbalance liabilities	(1.1)	(1.1)
Other current liabilities	(6.1)	19.4
Net cash provided from operating activities	<u>180.8</u>	<u>240.9</u>
CASH FLOWS FROM INVESTING ACTIVITIES		
Capital expenditures	(278.3)	(157.5)
Reimbursement of capital expenditures	-	3.3
Proceeds from sale of assets	17.3	0.8
Net cash used in investing activities	<u>(261.0)</u>	<u>(153.4)</u>
CASH FLOWS FROM FINANCING ACTIVITIES		
Changes in advances with parent	126.9	188.3
Contributions from noncontrolling interest partners	71.6	-
Capital contribution from OGE Energy	7.9	-
Proceeds from line of credit	-	115.0
Retirement of long-term debt	-	(289.2)
Distributions to noncontrolling interest partners	(12.7)	-
Repayment of line of credit	(25.0)	(80.0)
Distributions to OGE Energy	(85.2)	(15.0)
Net cash provided from (used in) financing activities	<u>83.5</u>	<u>(80.9)</u>
NET INCREASE IN CASH AND CASH EQUIVALENTS	<u>3.3</u>	<u>6.6</u>
CASH AND CASH EQUIVALENTS AT BEGINNING OF PERIOD	<u>2.3</u>	<u>1.9</u>
CASH AND CASH EQUIVALENTS AT END OF PERIOD	<u>\$ 5.6</u>	<u>\$ 8.5</u>

* Amounts prior to November 1, 2010 represent Enogex LLC and subsidiaries restated to include OGE Energy Resources LLC.

***OGE Enogex Holdings LLC and subsidiaries
consolidated balance sheets***

	September 30	December 31
	2011	2010
	<i>(In millions)</i>	
ASSETS		
CURRENT ASSETS		
Cash and cash equivalents	\$ 5.6	\$ 2.3
Accounts receivable, less reserve of \$0.1 and \$0.3, respectively	139.1	135.5
Accounts receivable - affiliates	1.1	4.4
Natural gas and natural gas liquids inventories	22.5	23.9
Materials and supplies, at average cost	3.8	3.5
Price risk management	3.4	2.8
Gas imbalances	2.6	2.5
Other	4.0	4.6
Total current assets	<u>182.1</u>	<u>179.5</u>
OTHER PROPERTY AND INVESTMENTS, at cost	1.4	1.4
PROPERTY, PLANT AND EQUIPMENT		
In service	2,180.6	2,039.0
Construction work in progress	214.6	126.2
Total property, plant and equipment	<u>2,395.2</u>	<u>2,165.2</u>
Less accumulated depreciation	642.9	611.7
Net property, plant and equipment	<u>1,752.3</u>	<u>1,553.5</u>
DEFERRED CHARGES AND OTHER ASSETS		
Price risk management	2.0	3.0
Other	20.7	19.9
Total deferred charges and other assets	<u>22.7</u>	<u>22.9</u>
TOTAL ASSETS	<u><u>\$ 1,958.5</u></u>	<u><u>\$ 1,757.3</u></u>

OGE Enogex Holdings LLC and subsidiaries consolidated balance sheets

	September 30	December 31
	2011	2010
	<i>(In millions)</i>	
LIABILITIES AND MEMBER'S INTEREST		
CURRENT LIABILITIES		
Accounts payable	\$ 145.8	\$ 159.4
Advances from parent	140.8	46.1
Customer deposits	2.8	3.8
Accrued taxes	13.1	8.0
Accrued interest	3.5	10.9
Accrued compensation	13.6	12.3
Price risk management	6.9	16.8
Gas imbalances	5.6	6.7
Other	24.9	18.5
Total current liabilities	<u>357.0</u>	<u>282.5</u>
LONG-TERM DEBT	448.1	472.8
DEFERRED CREDITS AND OTHER LIABILITIES		
Accrued benefit obligations	43.0	45.9
Deferred income taxes	481.1	397.5
Price risk management	0.1	-
Deferred revenues	39.1	36.7
Other	1.6	2.8
Total deferred credits and other liabilities	<u>564.9</u>	<u>482.9</u>
Total liabilities	<u>1,370.0</u>	<u>1,238.2</u>
MEMBER'S INTEREST		
Member's interest	444.3	439.4
Accumulated other comprehensive loss, net of tax	<u>(13.7)</u>	<u>(30.7)</u>
Total OGE Enogex Holdings LLC member's interest	430.6	408.7
Noncontrolling interests	<u>157.9</u>	<u>110.4</u>
Total member's interest	<u>588.5</u>	<u>519.1</u>
TOTAL LIABILITIES AND MEMBER'S INTEREST	<u><u>\$ 1,958.5</u></u>	<u><u>\$ 1,757.3</u></u>