

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

OMB APPROVAL	
OMB Number:	3235-0287
Estimated average burden hours per response:	0.5

1. Name and Address of Reporting Person* <u>Merrill Stephen E</u> (Last) (First) (Middle) <u>P.O. BOX 321</u> (Street) <u>OKLAHOMA OK 73101</u> (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>OGE ENERGY CORP. [OGE]</u> 3. Date of Earliest Transaction (Month/Day/Year) <u>02/16/2011</u> 4. If Amendment, Date of Original Filed (Month/Day/Year) <u>02/18/2011</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>VP Human Resources</u> 6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person Form filed by More than One Reporting Person
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Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock-\$.01 par value per share	02/16/2011		A		7,567 ⁽²⁾	A	\$0 ⁽¹⁾	7,567 ⁽³⁾	D	
Common Stock-\$.01 par value per share	02/16/2011		F		2,488	D	\$46.28	5,079 ⁽³⁾	D	

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
					Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	

Explanation of Responses:

1. Settlement of performance units upon determination by compensation committee that specified performance goals have been achieved for the three-year period ending December 31, 2010.
2. The original filing included a clerical error and incorrectly reported the net number of securities acquired (with securities for taxes already withheld) upon settlement of performance units rather than the gross number of securities acquired upon settlement of performance units. This amendment reflects the correct total number of securities acquired (prior to the deduction of securities for taxes) in the performance unit grant.
3. Reflects correct total holdings, after taking into account the correction reflected in footnote 2.

Remarks:

Patricia D. Horn 03/01/2011
** Signature of Reporting Person Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

* If the form is filed by more than one reporting person, see Instruction 4 (b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.

POWER OF ATTORNEY

The undersigned hereby constitutes and appoints each of

Patricia D. Horn and Sean Trauschke, signing singly, the

undersigned's true and lawful attorney-in-fact to:

(1) execute for and on behalf of the undersigned, in the

undersigned's capacity as a director and/or officer of OGE

Energy Corp. (the "Company"), Forms 3, 4 and 5 in accordance

with Section 16(a) of the Securities Exchange Act of 1934, as

amended, and the rules and regulations thereunder:

(11) do and perform any and all acts for and on behalf of the

undersigned which may be necessary or desirable to

complete and execute any such Form 3, 4 or 5 and timely

file such form with the United States Securities and

Exchange Commission and any stock exchange or similar

authority; and

(111) take any other action of any type whatsoever in connection

with the foregoing which, in the opinion of such attorney-

in-fact, may be of benefit to, in the best interest of, or

legally required by, the undersigned, it being understood

that the documents executed by such attorney-in-fact on

behalf of the undersigned pursuant to this Power of

Attorney shall be in such form and shall contain such

terms and conditions as such attorney-in-fact may approve

in his or her discretion.

The undersigned hereby grants to each attorney-in-fact named

above full power and authority to do and perform any and every

act requisite, necessary or proper to be done in the exercise of

any of the rights and powers herein granted, as fully as the

undersigned could do it personally present, with full power of

substitution or revocation, hereby ratifying and confirming all

that such attorney-in-fact, or such attorney-in-fact's substitute

or substitutes, shall lawfully do or cause to be done by virtue of this Power of Attorney and the rights and powers herein granted. The undersigned acknowledges that the foregoing attorney-in-fact, in serving in such capacity at the request of the undersigned, are not assuming, nor is the company assuming, any of the undersigned's responsibilities to comply with Section 16 of the Securities Exchange Act of 1934, as amended.

This Power of Attorney shall remain in full force and effect until the undersigned is no longer required to file Forms 3, 4, and 5 with respect to the undersigned's holdings of, and transactions in, securities issued by the Company, unless earlier revoked by the undersigned in a signed writing delivered to the foregoing attorneys-in-fact.

IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of this 22nd day of February, 2010.

Steve Merrill, Pursuant to Power of Attorney being filed herewith