

SECURITIES AND EXCHANGE COMMISSION

Washington, D. C. 20549

FORM U-3A-2

STATEMENT BY HOLDING COMPANY CLAIMING EXEMPTION
UNDER RULE U-3A-2 FROM THE PROVISIONS OF THE
PUBLIC UTILITY HOLDING COMPANY ACT OF 1935

To be Filed Annually Prior to March 1

OGE ENERGY CORP.

hereby files with the Securities and Exchange Commission, pursuant to Rule 2, its statement claiming exemption as a holding company from the provisions of the Public Utility Holding Company Act of 1935, and submits the following information:

1. Name, State of organization, location and nature of business of claimant and every subsidiary thereof, other than any exempt wholesale generator (EWG) or foreign utility company in which claimant directly or indirectly holds an interest.

OGE Energy Corp. (the "Company") is a public utility holding company which is incorporated in the State of Oklahoma and located in Oklahoma City, Oklahoma. At December 31, 1996, the Company was not engaged in any business independent of that conducted through its subsidiaries, Oklahoma Gas and Electric Company ("OG&E") and Enogex Inc. ("Enogex").

OG&E was incorporated February 27, 1902, under the laws of the Territory of Oklahoma and is now existing under and by virtue of the laws of the State of Oklahoma.

OG&E is an operating electric public utility. Its operations are conducted principally in the State of Oklahoma and does not currently extend beyond the State and the contiguous State of Arkansas. Its business is more fully described in its most recent Form 10-K Annual Report (File No. 1-1097) on file with the Commission.

Enogex Inc. is a wholly-owned subsidiary of the Company. Enogex Inc. has three wholly-owned subsidiaries: Enogex Products Corporation, Enogex Services Corporation and Enogex Exploration Corporation. Enogex Inc. also owns an eighty percent interest in Centoma Gas Systems Inc. Enogex Inc. and each of its subsidiaries were incorporated under the laws of the State of Oklahoma. Enogex Inc. owns and operates a natural gas pipeline system that delivers natural gas to OG&E's electric generating units. By order of the Commission dated August 28, 1986 (Release No. 35-24174), the Commission ordered that Enogex Inc. was not a gas utility company within the meaning of Section 2(a)(4) of the Public Utility Holding Company Act of 1935, as amended (the "Act"). The subsidiaries of Enogex Inc.: own and operate gas processing plants in Oklahoma; are engaged in the gathering and processing of natural gas and the marketing of natural gas liquids; are engaged in the buying, selling and

brokering of natural gas; and are engaged in the exploration for and production of natural gas. The subsidiaries of Enogex Inc. are not "public utility companies" within the meaning of the Act.

2. A brief description of the properties of claimant and each of its subsidiary public utility companies used for the generation, transmission, and distribution of electric energy for sale, or for the production, transmission, and distribution of natural or manufactured gas, indicating the location of principal generating plants, transmission lines, producing fields, gas manufacturing plants, and electric and gas distribution facilities, including all such properties which are outside the State in which claimant and its subsidiaries are organized and all transmission or pipelines which deliver or receive electric energy or gas at the borders of such State.

The Company owns no physical properties.

The principal properties of OG&E are described in the above mentioned Form 10-K Annual Report (File No. 1-1097) on file with the Commission.

3. The following information for the last calendar year with respect to claimant and each of its subsidiary public utility companies:

(a) Number of Kwh of electric energy sold (at retail or wholesale), and Mcf of natural or manufactured gas distributed at retail.

None	by Company
23,016,119,000	Kwh by OG&E

(b) Number of Kwh of electric energy and Mcf of natural or manufactured gas distributed at retail outside the State in which each such company is organized.

None	by Company
2,125,163,000	Kwh by OG&E

(c) Number of Kwh of electric energy and Mcf of natural or manufactured gas sold at wholesale outside the State in which each such company is organized, or at the State line.

None	by Company
1,916,035,000	Kwh by OG&E

(d) Number of Kwh of electric energy and Mcf of natural or manufactured gas purchased outside the State in which each such company is organized or at the State line.

None	by Company
489,972,000	Kwh by OG&E

4. The following information for the reporting period with respect to claimant and each interest it holds directly or indirectly in an EWG or a foreign utility company, stating monetary amounts in United States dollars:

(a) Name, location, business address and description of the facilities used by the EWG or foreign utility company for the generation, transmission and distribution of electric energy for sale or for the distribution at retail of natural or manufactured gas.

(b) Name of each system company that holds an interest in such EWG or foreign utility company; and description of the interest held.

(c) Type and amount of capital invested, directly or indirectly, by the holding company claiming exemption; any direct or indirect guarantee of the security of the EWG or foreign utility company by the holding company claiming exemption; and any debt or other financial obligation for which there is recourse, directly or indirectly, to the holding company claiming exemption or another system company, other than the EWG or foreign utility company.

(d) Capitalization and earnings of the EWG or foreign utility company during the reporting period.

(e) Identify any service, sales or construction contract(s) between the EWG or foreign utility company and a system company, and describe the services to be rendered or goods sold and fees or revenues under such agreement(s).

Item 4 is not applicable. The Company does not hold directly or indirectly any interest in an EWG or a foreign utility company.

EXHIBITS

- A. Consolidating Statement of Income and Retained Earnings for the year ended December 31, 1996, and Consolidating Balance Sheet as of December 31, 1996, for OGE Energy Corp. (the "Company") and its subsidiary companies. The Company was organized on August 4, 1995 by Oklahoma Gas and Electric Company ("OG&E") for the purpose of effecting a share exchange with OG&E and becoming the holding company for OG&E. The Company had no operations until the share exchange became effective on December 31, 1996.
- B. Financial Data Schedule.
- C. An organizational chart showing the relationship of each EWG or foreign utility company to associate companies in the holding-company system.

Exhibit C is not applicable. The Company does not hold directly or indirectly any interest in an EWG or a foreign utility company.

The above-named claimant has caused this statement to be duly executed on its behalf by its authorized officer on this 25th day of February 1997.

OGE ENERGY CORP.
(Registrant)

By /s/ J. R. Hatfield

J. R. Hatfield
Vice President and Treasurer

CORPORATE SEAL

Attest:

/s/ Irma B. Elliott

Irma B. Elliott
Vice President and Secretary

Name, title and address of officer to whom notices and correspondence concerning this statement should be addressed:

J. R. Hatfield, Vice President and Treasurer

P. O. BOX 321, Oklahoma City, Oklahoma 73101-0321

EXHIBIT INDEX

Exhibit

Description

- A. Consolidating Statement of Income and Retained Earnings for the year ended December 31, 1996, and Consolidating Balance Sheet as of December 31, 1996, for OGE Energy Corp. (the "Company") and its subsidiary companies. The Company was organized on August 4, 1995 by Oklahoma Gas and Electric Company ("OG&E") for the purpose of effecting a share exchange with OG&E and becoming the holding company for OG&E. The Company had no operations until the share exchange became effective on December 31, 1996.
- B. Financial Data Schedule.

OGE Energy Corp.
Consolidating Statement of Retained Earnings
Year Ended December 31, 1996

(dollars in thousands)	OGE Energy Corp.	Oklahoma Gas and Electric Company	Enogex Inc.	Enogex Products Corp.	Enogex Services Corp.	Enogex Explor ation Corp.	Centoma Gas Systems Inc.	Consolid- ating Ad- justments	OGE Consoli- dated Statement
BALANCE AT BEGINNING OF PERIOD	\$ -	\$ 425,545	\$ 5,929	\$ (975)	\$ 400	\$ 133	\$ (878)	\$ (4,609)	\$ 425,545
ADD - net income (loss)	-	133,332	16,463	2,343	1,747	4,757	(2,756)	(22,554)	133,332
Total	-	558,877	22,392	1,368	2,147	4,890	(3,634)	(27,163)	558,877
DEDUCT:									
Cash dividends declared on preferred stock	-	2,302	-	-	-	-	-	-	2,302
Cash dividends declared on common stock	-	107,377	16,137	3,094	1,154	2,962	-	(23,347)	107,377
TOTAL CASH DIVIDENDS.....	-	109,679	16,137	3,094	1,154	2,962	-	(23,347)	109,679
EFFECT OF REORGANIZATION.....	449,198	(120,568)	-	-	-	-	-	(328,630)	-
BALANCE AT END OF PERIOD	\$449,198	\$ 328,630	\$ 6,255	\$ (1,726)	\$ 993	\$1,928	\$(3,634)	\$(332,446)	\$ 449,198

OGE Energy Corp.
Consolidating Balance Sheet
December 31, 1996

(dollars in thousands)	OGE Energy Corp.	Oklahoma Gas and Electric Company	Enogex Inc.	Enogex Products Corp.	Enogex Services Corp.	Enogex Explor- ation Corp.	Centoma Gas Systems Inc.	Consolid- ating Ad- justments	OGE Consoli- dated Statement
CAPITALIZATION AND LIABILITIES									
CAPITALIZATION:									
Common stock and retained earnings	\$961,603	\$ 841,035	\$115,701	\$ 9,367	\$ 996	\$14,679	\$ 4,271	\$ (986,049)	\$ 961,603
Cummulative preferred stock	-	49,379	-	-	-	-	-	-	49,379
Long-term debt	-	709,281	120,000	-	-	-	-	-	829,281
Total capitalization	961,603	1,599,695	235,701	9,367	996	14,679	4,271	(986,049)	1,840,263
CURRENT LIABILITIES:									
Short-term debt	-	41,400	-	-	-	-	-	-	41,400
Accounts payable	1,300	63,596	35,372	15,727	35,898	36,470	1,883	(103,390)	86,856
Dividends payable	26,848	27,421	-	-	-	-	-	(26,848)	27,421
Customers' deposits	-	23,257	-	-	-	-	-	-	23,257
Accrued taxes	-	25,037	1,601	108	(2)	17	-	-	26,761
Accrued interest	-	16,386	3,446	-	-	-	-	-	19,832
Long-term debt due within one year	-	15,000	-	-	-	-	-	-	15,000
Other	-	35,739	3,037	-	391	21	-	-	39,188
Total current liabilities	28,148	247,836	43,456	15,835	36,287	36,508	1,883	(130,238)	279,715
DEFERRED CREDITS AND OTHER LIABILITIES:									
Accrued pension and benefit obligation	-	57,137	4,198	-	-	-	-	-	61,335
Accumulated deferred income taxes	-	429,766	46,750	4,870	-	6,458	44	128	488,016
Accumulated deferred investment tax credits ..	-	78,028	-	-	-	-	-	-	78,028
Other	-	8,779	5,308	53	858	-	-	-	14,998
Total deferred credits and other liabilities ..	-	573,710	56,256	4,923	858	6,458	44	128	642,377
TOTAL CAPITALIZATION AND LIABILITIES	\$989,751	\$2,421,241	\$335,413	\$ 30,125	\$ 38,141	\$57,645	\$ 6,198	\$(1,116,159)	\$2,762,355

This schedule contains summary financial information extracted from the OGE Energy Corp. Consolidated Statement of Income and Balance Sheet as reported on Form U-3A-2 as of December 31, 1996 and is qualified in its entirety by reference to such Form U-3A-2.

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YEAR
DEC-31-1996
JAN-1-1996
DEC-31-1996
PER-BOOK
2,762,355
1,387,435
133,332