

# Notice



## 2020 Annual Meeting of Shareholders

**MEETING DATE:** Thursday, May 21, 2020 **LOCATION:** Online at  
**MEETING TIME:** 10:00 a.m. CDT [www.virtualshareholdermeeting.com/OGE2020](http://www.virtualshareholdermeeting.com/OGE2020)  
**RECORD DATE:** Monday, March 23, 2020

Shareholders owning OGE Energy Corp. common stock at the close of business on the Record Date, or their legal proxy holder, are entitled to vote at the Annual Meeting. The items for this year's annual meeting include:

### ANNUAL MEETING BUSINESS

Proposal	Board Recommendation	Page
1 Elect 10 directors	<input checked="" type="checkbox"/> FOR each director nominee	<a href="#">16</a>
2 Ratify the appointment of Ernst & Young LLP as our principal independent accountants for 2020	<input checked="" type="checkbox"/> FOR	<a href="#">20</a>
3 Hold an advisory vote to approve named executive officer compensation	<input checked="" type="checkbox"/> FOR	<a href="#">21</a>
4 Amendment of the restated certificate of incorporation to eliminate supermajority voting provisions	<input checked="" type="checkbox"/> FOR	<a href="#">23</a>
5 Shareholder proposal regarding allowing shareholders to act by written consent	<input checked="" type="checkbox"/> AGAINST	<a href="#">25</a>
6 Attend to any other business properly presented at this meeting		

On or about April 8, 2020 we mailed to our shareholders either (1) a Notice of Internet Availability of Proxy Materials or (2) a copy of our proxy statement, a proxy card and our 2019 annual report.

**2020 Virtual Annual Meeting.** In light of on-going developments related to coronavirus (COVID-19), we believe that the right choice for OGE Energy Corp., its shareholders, Board and management, is to hold a virtual annual meeting. We encourage you to access the meeting following the directions in the section "Participation in the Virtual Annual Meeting" of the proxy statement. If you experience technical difficulties during the check-in process or during the meeting please call 1-800-586-1548 (U.S.) or 303-562-9288 (International) for assistance.

**Shareholder List.** During the meeting, the list of shareholders entitled to vote at the meeting will be available by visiting [www.virtualshareholdermeeting.com/OGE2020](http://www.virtualshareholdermeeting.com/OGE2020) and entering your 16-digit control number and clicking on "Registered Shareholder List." For ten days prior to the meeting, a list of shareholders entitled to vote at the meeting will be available at our offices at 321 North Harvey, Oklahoma City, Oklahoma 73102. Please contact the undersigned, as Corporate Secretary, at (405) 553-3622 if you wish to inspect the list of shareholders prior to the Annual Meeting of Shareholders.

**Proxy Voting.** Your vote is important. Whether or not you plan to attend the virtual annual meeting online, please vote promptly. You may vote your shares in advance of the meeting via the Internet, by telephone or by mail, or by attending and voting online at the 2020 Annual Shareholders Meeting. Please refer to the section "General Information about the Annual Meeting and the Proxy Materials," of the proxy statement for detailed voting instructions.

By Order of the Board of Directors,

Patricia D. Horn

Vice President - Governance and Corporate Secretary

April 8, 2020

**IMPORTANT NOTICE REGARDING THE AVAILABILITY OF PROXY MATERIALS FOR THE SHAREHOLDER MEETING TO BE HELD ON MAY 21, 2020.** The Company's notice of annual meeting of shareholders and proxy statement and 2019 annual report to shareholders are available on the Internet at [www.proxyvote.com](http://www.proxyvote.com).