

Mitchell E Keith
 Form 4
 February 03, 2009

FORM 4

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
 Washington, D.C. 20549**

OMB APPROVAL

OMB Number: 3235-0287
 Expires: January 31, 2005
 Estimated average burden hours per response... 0.5

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
 Mitchell E Keith

2. Issuer Name and Ticker or Trading Symbol
 OGE ENERGY CORP. [OGE]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
 P.O. BOX 321

3. Date of Earliest Transaction (Month/Day/Year)
 01/30/2009

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
 Senior VP and COO Enogex Inc.

(Street)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

OKLAHOMA CITY, OK 73101

(City) (State) (Zip)

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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | | (A) or (D) | Code V Amount (D) Price | | |

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

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SEC 1474 (9-02)

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

| 1. Title of Derivative Security | 2. Conversion or Exercise | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any | 4. Transaction Code | 5. Number of Derivative Securities | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying | 8. Price of Derivative Security |
|---------------------------------|---------------------------|--------------------------------------|-----------------------------------|---------------------|------------------------------------|--|-----------------------------------|---------------------------------|
|---------------------------------|---------------------------|--------------------------------------|-----------------------------------|---------------------|------------------------------------|--|-----------------------------------|---------------------------------|

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| (Instr. 3) | Price of Derivative Security | (Month/Day/Year) | (Instr. 8) | Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | | Date Exercisable | Expiration Date | Securities (Instr. 3 and 4) | | (Instr. 5) |
|-------------------|------------------------------|------------------|------------|---|--------|------------------|-----------------|-----------------------------|--------|------------|
| | | | | Code | V | | | (A) | (D) | |
| Stock Equiv Units | <u>(1)</u> | 03/15/2008 | A | | 11.299 | <u>(2)</u> | <u>(2)</u> | Com Stk | 11.299 | \$ 32.47 |
| Stock Equiv Units | <u>(1)</u> | 03/31/2008 | A | | 11.299 | <u>(2)</u> | <u>(2)</u> | Com Stk | 11.299 | \$ 32.47 |
| Stock Equiv Units | <u>(1)</u> | 04/15/2008 | A | | 11.77 | <u>(2)</u> | <u>(2)</u> | Com Stk | 11.77 | \$ 31.17 |
| Stock Equiv Units | <u>(1)</u> | 04/30/2008 | A | | 11.77 | <u>(2)</u> | <u>(2)</u> | Com Stk | 11.77 | \$ 31.17 |
| Stock Equiv Units | <u>(1)</u> | 05/15/2008 | A | | 11.223 | <u>(2)</u> | <u>(2)</u> | Com Stk | 11.223 | \$ 32.69 |
| Stock Equiv Units | <u>(1)</u> | 05/31/2008 | A | | 11.223 | <u>(2)</u> | <u>(2)</u> | Com Stk | 11.223 | \$ 32.69 |
| Stock Equiv Units | <u>(1)</u> | 06/15/2008 | A | | 10.935 | <u>(2)</u> | <u>(2)</u> | Com Stk | 10.935 | \$ 33.55 |
| Stock Equiv Units | <u>(1)</u> | 06/30/2008 | A | | 10.935 | <u>(2)</u> | <u>(2)</u> | Com Stk | 10.935 | \$ 33.55 |
| Stock Equiv Units | <u>(1)</u> | 07/15/2008 | A | | 11.57 | <u>(2)</u> | <u>(2)</u> | Com Stk | 11.57 | \$ 31.71 |
| Stock Equiv Units | <u>(1)</u> | 07/31/2008 | A | | 11.57 | <u>(2)</u> | <u>(2)</u> | Com Stk | 11.57 | \$ 31.71 |
| Stock Equiv Units | <u>(1)</u> | 08/15/2008 | A | | 11.213 | <u>(2)</u> | <u>(2)</u> | Com Stk | 11.213 | \$ 32.72 |
| Stock Equiv Units | <u>(1)</u> | 08/31/2008 | A | | 11.213 | <u>(2)</u> | <u>(2)</u> | Com Stk | 11.213 | \$ 32.72 |

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| | | | | | | | | | |
|-------------------------|------------|------------|---|--------|------------|------------|------------|--------|----------|
| Stock Equiv Units | <u>(1)</u> | 09/15/2008 | A | 10.886 | <u>(2)</u> | <u>(2)</u> | Com Stk | 10.886 | \$ 33.7 |
| Stock Equiv Units | <u>(1)</u> | 09/30/2008 | A | 10.886 | <u>(2)</u> | <u>(2)</u> | Com Stk | 10.886 | \$ 33.7 |
| Stock Equiv Units | <u>(1)</u> | 10/15/2008 | A | 11.881 | <u>(2)</u> | <u>(2)</u> | Com Stk | 11.881 | \$ 30.88 |
| Stock Equiv Units | <u>(1)</u> | 10/31/2008 | A | 13.439 | <u>(2)</u> | <u>(2)</u> | Com Stk | 13.439 | \$ 27.3 |
| Stock Equiv Units | <u>(1)</u> | 11/15/2008 | A | 13.823 | <u>(2)</u> | <u>(2)</u> | Com Stk | 13.823 | \$ 26.54 |
| Stock Equiv Units | <u>(1)</u> | 11/30/2008 | A | 13.85 | <u>(2)</u> | <u>(2)</u> | Com Stk | 13.85 | \$ 26.49 |
| Stock Equiv Units | <u>(1)</u> | 12/15/2008 | A | 14.853 | <u>(2)</u> | <u>(2)</u> | Com Stk | 14.853 | \$ 24.7 |
| Stock Equiv Units | <u>(1)</u> | 12/31/2008 | A | 14.231 | <u>(2)</u> | <u>(2)</u> | Com Stk | 14.231 | \$ 25.78 |
| Stock Equiv Units | <u>(1)</u> | 01/15/2009 | A | 1.494 | <u>(2)</u> | <u>(2)</u> | Com Stk | 1.494 | \$ 24.55 |
| Stock Equiv Units | <u>(1)</u> | 01/30/2009 | A | 1.486 | <u>(2)</u> | <u>(2)</u> | Com Stk | 1.486 | \$ 24.68 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|-------------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Mitchell E Keith P.O. BOX 321 OKLAHOMA CITY, OK 73101 | | | Senior VP and COO Enogex Inc. | |

Signatures

Carla D.
Brockman 02/03/2009

**Signature of
Reporting Person

Date

Explanation of Responses:

* 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).

(1) Security converts to common stock on a one-for-one basis.

(2) The Common Stock Units were accrued under the Deferred Compensation Plan of OGE Energy Corp. and are to be settled 100% in cash at a specified future date or following termination of service.

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

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