

OGE Energy Corp.
321 N. Harvey
Oklahoma City, Oklahoma 73102

August 1, 2011

Dear Key Supplier:

OGE Energy Corp. and its subsidiaries value the good business relationships we have with our key suppliers and appreciate the significant role they play in our success. We believe our suppliers, like us, value business that is conducted in an honest, fair and trustworthy manner.

To avoid any situations that could create a misunderstanding or potentially damage our business relationship, we would like to share the [OGE Code of Ethics](#) with you. A link to the Code of Ethics can also be found in the email that accompanied this letter.

At OGE, we award business based on considerations such as service, competitive pricing, contract performance, quality of material, and environmental, health and safety performance. Gifts, excessive entertainment and special favors are not, and will not become, part of doing business with OGE.


We expect our employees to avoid gifts, entertainment, or other favors, from individuals or firms, which could create, or appear to create, an obligation to an individual or organization. It would be unacceptable for anyone at OGE to offer or receive a bribe, kickback, or any other improper payment.

We recognize that there may be a legitimate business purpose associated with gifts or entertainment extended to our employees, or from us to our suppliers. However, if you as a supplier ever feel pressured to buy a gift or provide some financial benefit to an OGE employee as a condition of continuing business, we need you to report that situation to us because that behavior is unacceptable under our Code of Ethics.

If you are solicited by one of our employees or any party representing OGE in a manner that you believe violates the Code of Ethics, you should report it to our Ethics Hotline at 1-877-835-5643 or online at www.ethicspoint.com or to our Chief Ethics Officer, Gary Huneryager at 405-553-3014 or hunerygd@oge.com. All such communications, whether related to prior, current, or future matters, will be handled with confidentiality and discretion.

In closing, OGE Energy Corp. believes that ethical business practices are a foundation for successful business relationships and we thank you for your cooperation.

Regards,

A handwritten signature in black ink that reads "Pete Delaney". The signature is written in a cursive style with a large initial "P".

Pete Delaney
Chairman and CEO
OGE Energy Corp.