

OGE ENERGY CORP
Form 3
November 28, 2006

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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 * | | 2. Date of Event Requiring Statement | 3. Issuer Name and Ticker or Trading Symbol | |
| Â Motley Howard W JR | | (Month/Day/Year) | OGE ENERGY CORP [OGE] | |
| (Last) | (First) | (Middle) | 4. Relationship of Reporting Person(s) to Issuer | 5. If Amendment, Date Original Filed(Month/Day/Year) |
| | | 11/15/2006 | | |
| PO BOX 321 | | | (Check all applicable) | |
| (Street) | | | <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other (give title below) (specify below) VP Regulatory Affairs | |
| OKLAHOMA | | | 6. Individual or Joint/Group Filing(Check Applicable Line) | |
| CITY,Â OKÂ 73101 | | | <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person | |
| (City) | (State) | (Zip) | | |

Table I - Non-Derivative Securities Beneficially Owned

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|--|---|--|---|
| Common Stock - \$.01 Par value per share | 11 | D | Â |
| Common Stock - \$.01 Par value per share | 2,118.5347 | I ⁽¹⁾ | Retirement Savings Plan |

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

SEC 1473 (7-02)

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 control number.

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

| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) | 4. Conversion or Exercise Price of Derivative | 5. Ownership Form of Derivative Security: | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|--|--|---|---|---|---|
|--|--|---|---|---|---|

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| | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | Security | Direct (D) or Indirect (I) (Instr. 5) | |
|-----------------------------|------------------|-----------------|--------------|----------------------------|---------------|---------------------------------------|---|
| Stock Option (Right to buy) | 01/21/2007 | 01/21/2014 | Common Stock | 800 | \$ 23.575 | D | Â |
| Performance Units | 12/31/2006 | 12/31/2006 | Common Stock | 1,028 | \$ <u>(2)</u> | D | Â |
| Performance Units | 12/31/2007 | 12/31/2007 | Common Stock | 2,032 | \$ <u>(2)</u> | D | Â |
| Performance Units | 12/31/2008 | 12/31/2008 | Common Stock | 2,609 | \$ <u>(2)</u> | D | Â |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|-------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Motley Howard W JR PO BOX 321 OKLAHOMA CITY, OK 73101 | Â | Â | Â VP Regulatory Affairs | Â |

Signatures

Carla D. Brockman
11/28/2006

__Signature of Reporting Person
Date

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 5(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) The information herein is based on a Retirement Savings Plan Statement dated 11-15-06. The Retirement Savings Plan Statement indicated the number of units in the Common Stock Fund of the Retirement Savings Plan credited to the participant's account. The number of shares of common stock owned 11-15-06 was determined by dividing the dollar value of such units by the closing sale price of the common stock (\$39.41) on November 15, 2006.

(2) Represents the right to receive shares of OGE Energy common stock on a one-for-one basis upon determination by compensation committee that specified performance goals have been achieved for the three-year period ending on the expiration date referred to above. Depending upon level of performance, performance units may be paid out in amounts ranging from 0% to 200% of amounts listed.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.