

Duke Energy CORP
Form 4
August 14, 2013

FORM 4

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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 *
ROGERS JAMES E

(Last) (First) (Middle)
550 S. TRYON STREET
(Street)

CHARLOTTE, NC 28202

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
Duke Energy CORP [DUK]

3. Date of Earliest Transaction (Month/Day/Year)
08/12/2013

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)

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

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 Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| | | | Code | V | Amount | Price | |
| Common Stock | 08/12/2013 | | M | | 238,628 | A \$ 53.94 | 1,082,378 ⁽¹⁾ D |
| Common Stock | 08/12/2013 | | M | | 113,234 | A \$ 63.21 | 1,195,612 ⁽¹⁾ D |
| Common Stock | 08/12/2013 | | F | | 182,536 | D \$ 70.515 | 1,013,076 ⁽¹⁾ D |
| Common Stock | 08/12/2013 | | F | | 26,895 | D \$ 70.515 | 986,181 ⁽¹⁾ D |
| Common Stock | 08/12/2013 | | F | | 101,474 | D \$ 70.535 | 884,707 ⁽¹⁾ D |
| | 08/12/2013 | | F | | 5,638 | D | 879,069 ⁽¹⁾ D |

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| | | | | |
|--------------|--------|---------|---|-----------|
| Common Stock | \$ | | | |
| | 70.535 | | | |
| Common Stock | | 7,048 | I | By 401(k) |
| Common Stock | | 164,904 | I | By Spouse |

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

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.

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(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 (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transaction Code (Instr. 8) | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|
| | | | | Code | V (A) (D) | Date Exercisable Expiration Date | Title Amount or Number of Shares |
| Stock Option (Right to Buy) | \$ 53.94 (2) | 08/12/2013 | | M | 238,628 | (3) 02/22/2021 | Common Stock 238,628 |
| Stock Option (Right to Buy) | \$ 63.21 | 08/12/2013 | | M | 113,234 | (4) 02/27/2022 | Common Stock 113,234 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| ROGERS JAMES E 550 S. TRYON STREET CHARLOTTE, NC 28202 | | X | | |

Signatures

/s/ David S. Maltz, attorney-in-fact for James E. Rogers
08/14/2013

**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).

Mr. Rogers exercised options and held all of the shares other than shares he forfeited in order to satisfy the exercise price and tax

(1) obligation of the transaction. As a result of the option exercise, Mr. Rogers increased his holdings in Duke Energy common stock by 35,319 shares.

(2) Converts to Common Stock on a 1-for-1 basis.

(3) The reporting person was granted 357,942 stock options on February 22, 2011, as adjusted for the 3-for-1 reverse stock split which occurred on July 2, 2012. The options vest in three equal annual installments beginning January 1, 2012.

(4) The reporting person was granted 339,702 options on February 27, 2012, as adjusted for the 3-for-1 reverse stock split which occurred on July 2, 2012. The options vest in three equal installments beginning January 1, 2013.

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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