

Edgar Filing: Duke Energy CORP - Form FWP

Duke Energy CORP
Form FWP
December 28, 2010

Filed pursuant to Rule 433

December 28, 2010

Relating to Prospectus dated December 1, 2010

Registration Statement No. 333-170899

[Duke Energy Corporation Letterhead]

[Name and address of shareholder]

Your Account Number:

Dear Shareholder:

Beginning January 1, 2012, administrators of dividend reinvestment plans (DRIPs) will be required to retain and accurately report cost basis information to shareholders and to the IRS on shares purchased through a DRIP. The most useful and investor-friendly reporting method available for determining basis of shares of stock applicable to DRIPs is the average basis method. In order to use this method, a DRIP must require reinvestment of at least 10% of the dividends paid on shares held in the DRIP beginning no later than January 1, 2011.

In preparation for the cost basis reporting requirement change, the Duke Energy InvestorDirect Choice Plan will no longer offer the No Dividend Reinvestment option as currently outlined on page 6 of the Plan prospectus, dated February 19, 2009. Further, we will allow Plan participants who wish to reinvest a portion of their Plan Shares to designate only a percentage of dividends earned, rather than designate a number of shares for which dividends earned would be reinvested.

Our records indicate that you are currently enrolled in the Plan and you reinvest dividends earned on a designated number of your Plan shares. We assume you would like Duke Energy to continue to hold your shares electronically, continue to receive your non-reinvested dividends by check or direct deposit, and continue to reinvest dividends earned on all remaining Plan shares. Therefore, we will adjust your account by moving the Plan shares on which you currently receive a cash payment into a book-entry, Direct Registration System (DRS) position, and we will leave any remaining Plan shares to fully reinvest. **Once the shares have been moved, you will continue to receive your dividends in the form of a check or by direct deposit. Your account number on our records will not change.**

If you do not wish for Duke Energy to make this change, you will need to make a change to your reinvestment election by requesting that at least 10% of the dividends earned on your Plan shares be reinvested. You may use page 2 of this letter to make the change by selecting the appropriate option, having each shareholder sign his/her name, and returning the form to our office. A business reply envelope has been enclosed for your convenience.

If we do not receive your written change request (page 2) returned to our office by January 31, 2011, we will proceed with the changes outlined above.

If you have any additional questions regarding this change in the Plan and how it may impact you, please contact our office using the contact information provided above.

Thank you for your investment in Duke Energy Corporation.

Sincerely,

Investor Relations

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Account Number:

To begin reinvesting dividends, please select one of the following:

- .. Fully reinvest dividends on ALL shares.
- .. Reinvest dividends earned on all Plan shares, and pay all dividends in cash on certificates and DRS shares.
- .. Reinvest ____% of dividends earned on Plan shares only (minimum 10%), and pay all remaining dividends in cash.
- .. Reinvest ____% of dividends earned on all certificates, DRS and Plan shares (minimum 10%).

Signatures: All shareholders who desire to conduct transactions on their account related to dividend reinvestment or sale of shares must be enrolled in the InvestorDirect Choice Plan. Any selection of these transactions combined with signatures of ALL owners on this form is a request to be enrolled in the Plan. You certify that the Plan Prospectus has been made available to you in electronic form at www.duke-energy.com/investors/ or in paper form and you agree to abide by the terms and conditions of the Plan.

Signature

Signature

Daytime Phone

Daytime Phone

The issuer has filed a registration statement (including a prospectus) with the SEC for the offering to which this communication relates. Before you invest, you should read the prospectus in that registration statement and other documents the issuer has filed with the SEC for more complete information about the issuer and this offering. You may get these documents for free by visiting EDGAR on the SEC Web site at www.sec.gov. Alternatively, the issuer will arrange to send you the prospectus if you request it by calling (800) 488-3853 between 8:00 a.m. and 5:00 p.m. ET Monday through Friday.