

**Questions from Duke Energy’s 2024 Annual Meeting of Shareholders**  
**May 9, 2024**

All questions are presented as submitted, unedited, both prior to and during the 2024 Annual Meeting of Shareholders. Duke Energy expressly disclaims an obligation to update its responses below.

**Transcript of Questions and Answers Addressed During the Meeting**

Questions answered by Lynn Good, chair and chief executive officer, and Harry Sideris, president, as moderated by Abby Motsinger, vice president of investor relations.

**Question #1**

**Why do you need more than Board of Directors larger than 7? Simply a waste in a regulated company.**

Lynn Good:

Abby, I would start by saying how proud I am of the Duke Energy Board of Directors. We have a diverse group of directors – diverse not only in ethnicity and gender but also diverse in business background. And you think about the complexity of who we are at Duke Energy; operate the largest transmission and distribution system in the U.S. We also are a very large nuclear operator, the largest nuclear fleet that is regulated in the U.S. And that level of complexity really demands a diverse set of skills, and so our Board looks at this from time to time. We target 12 to 16 directors – we’re right in that range at this point – and that gives us an opportunity, not only for the traditional finance and audit, governance, and compensation but, importantly, an operations committee that’s focused on that complex set of operations. And I believe this really positions the company well for the appropriate level of governance and oversight of this complex business.

**Question #2**

**At 60% of the board members are serving as board members for 2 to 3 other companies. This is at least a conflict of interest. Within a country of over 300 million people. Surely 13 qualified folks can be found who are willing to focus all their energies into the Duke Corporation.**

Lynn Good:

The word “conflict of interest,” Abby, is an important word, a defined word, and one we take very seriously at Duke Energy. We have specific requirements in our Code of Business Ethics and requirements for directors, but so do regulators like the SEC, the New York Stock Exchange, and the Federal Energy Regulatory Commission. So, in all events, every director is screened against these requirements, and they are in compliance. But I would make another really important point because of that diversity of business experience and the ability to learn about another industry and directors bring best practices to Duke Energy. I think of things like cybersecurity, which is prevalent in all industries – we really welcome that diversity of thought and feel like our Board members have an opportunity, with their diverse set of experiences, to bring best practices to Duke Energy, which is important for governance.

**Question #3**

**Do some directors participate in board and committee meetings electronically (or by telephone)?; and if so, please list by director specific meetings in which they have done so.**

Lynn Good:

Abby, the majority of our regularly scheduled Board meetings are held in person, and it is quite rare for a director to participate electronically. It could be a personal illness, it could be a conflict of some sort, but the majority of the time, we are together – as we were this morning, actually – in our Board meeting. We do host telephonic or Teams, Webex-type meetings periodically. I think that gives us an opportunity to pull our Board together as needed, on a more rapid basis, so we do take advantage of the technology. But we are blessed to have very committed, available Board members in attendance in a way that is really strong for the company.

#### **Question #4**

**What is position on climate change What is Duke's position on climate change?**

Harry Sideris:

I'll take that one, Abby. Whether you personally believe in climate change or not, we are seeing changes in the climate. Storms are getting more frequent and more powerful, flooding has become more prevalent and destructive, and we are seeing extreme temperatures both from record-breaking heat and polar vortexes. We are leading the industry's largest energy transition, and we're doing that to make sure that we are continuing to serve our customers reliably and affordably. We are also building the grid of the future – one that is smart, resilient and able to handle these stronger storms, this flooding, these extreme temperatures. We're doing all this by closely collaborating with stakeholders, policymakers, regulators and customers to continue to ensure that we can serve our customers safely, affordably and reliably.

#### **Question #5**

**What are your historical and future trends for adopting solar and wind power?**

Harry Sideris:

I'll take that one as well, Abby. Currently, at Duke Energy, we own, operate, and contract about 9 gigawatts of renewable energy across our system, and we are on track to have 30 gigawatts of energy by 2035. Most of that is going to be solar. As we're looking at the load growth projections, we are also seeing that we are going to need more of these resources, and we see the potential for offshore wind in the mid-2030s as an option. We're in the early development stages of that and we're working with our industry partners, suppliers and our regulators to really understand what that investment in wind is. Duke Energy is and will continue to be a renewable energy investment leader and renewable generation leader in the future.

#### **Question #6**

**I appreciate receiving updates on our Company. Wish the Company would consider an increase in the retirement of its employees.**

Lynn Good:

So, Abby, thank you. I believe we get this question from retirees almost every year. But let me start by thanking the retiree population at Duke Energy, not only for the contribution this important group made during their careers, but they are also incredible supporters of the company going forward. They're active in the community and involved in a way we are really proud of. We are not increasing retirement benefits that have been earned historically over their career and the reason for that is the

retirement benefit that Duke Energy provides is only one piece of what an employee puts together in their retirement portfolio. For example, think of 401(k) as another opportunity to save for retirement. We work to engage with our employee base during their career long before they need to think about retirement to make sure they're making those investments that will complement Duke Energy benefits so that they will have confidence when they retire. So, we will continue to do that and see that as an important program for employees.

### **Question #7**

**What is the projected growth (% basis) for each jurisdiction where we operate?**

Harry Sideris:

I'll take that one, Abby. At Duke Energy, we're blessed to serve some of the most attractive areas of the country for customer migration and economic development. Our projections show 1.5% to 2% growth annually through 2028, and we see a lot of that coming from our unprecedented growth in economic development – from chip manufacturers to AI, data centers, EV and battery manufacturers, pharmaceuticals, and auto manufacturers. In fact, five of our states were listed in the top CNBC places to do business in 2023, with North Carolina being No. 1 for the second year in a row. When we think about customer migration, Lynn mentioned earlier 195,000 new customer additions last year, which was the largest ever for our company, and we're on pace to do that again this year. We're committed to serving this growth in a way that has affordability at the core for our customers but also delivers results for our investors and keeps our balance sheet strong.

### **Question #8**

**Why have you decided not to split the stock. You are eliminating small and young investors and keeping control by the top 25% of all investors SPLIT THE STOCK**

Lynn Good:

That is an interesting question because the stock is about \$100 a share today, and we enjoy about 35% of our shareholders are retail shareholders, and we welcome that and appreciate their investment in Duke Energy. We do periodically look at a split, but I think \$100 is a good price compared to our peers and also continues to attract retail investors, so I wouldn't take it off the table forever, but it's not a priority right now.

### **Question #9**

**Why do we give shares to executives and directors? Pay them and allow them to purchase shares at a reduced rate (75 to 85 percent of the current price) and require them to hold the shares for a specified period of time depending on the discount. Giving away shares that are created for such use diminishes the equity and voting power of each shareholder. All shares used for such purposes should be purchased by the company on the open market.**

Lynn Good:

There's a lot in that, Abby. There's a lot in that question. Let me talk first about the compensation, and then we'll talk about dilution, which I think is also part of that question. What we endeavor to do at Duke Energy – and of course, this is for the executives and is overseen by the Board's Compensation Committee – is to pay for performance, and that performance should be aligned with shareholders, and we work very hard to achieve that. And, in fact, the way we incent that behavior is by establishing metrics that align with the outcomes that our shareholders are expecting, and the stock awards are

only awarded if those metrics are achieved. And they don't vest immediately. They vest over a three-year period, and then there are holding requirements for our executives on the number of shares that they need to hold as they progress through their career. So, we like the alignment. We believe the alignment is important, and I'm not sure there's a better way to do it than through stock. There's a similar notion with our directors as fiduciaries for our shareholders, they have very important work to do in governing our company, and their alignment with shareholders we also see as important. So, no disagreement on holding the stock. And as we look at this issue of dilution, for these plans that I'm looking at, it is minuscule – very minor. So, I don't have any concerns about the diluted effect and believe we achieve great things on the alignment with our stock-based plans paying for performance.

### **Question #10**

**What percent of generating sources will be nuclear and coal in 2024 and will these be up or down from the previous year.**

Lynn Good:

You know, Abby, that's a tough one, here in May, to project how we will produce energy over the course of the year because we always dispatch our assets based on the lowest cost to be consistent with affordability to our customers. But I can tell you what the relationship was for 2023 and I would expect this to be somewhat reasonable for 2024. So, coal on an energy basis – the number of megawatt-hours produced – was about 17%, and nuclear was about 37%, and we would expect coal to be declining over the course of the 2020s. Nuclear may increase a bit because we do have some uprates planned for our plants. But as we look into the 2030s, in particular, and consider new, small modular reactors, we'd love to see more carbon-free power from our nuclear suite of assets over time, so that's something we're working very hard on.

### **Answers to Additional Questions Received**

### **Question #11**

**Can Duke Energy assure customers and investors that efforts to harden and protect the grid from EMP attacks and CME's have been successfully implemented?**

Although we take steps to protect against the most common threats on our system, protecting against every conceivable threat would be cost prohibitive. We must constantly balance threat mitigation with the cost impact to customers and ensure that every dollar invested is prudent and addressing the most likely risks to the grid.

We've not seen any evidence of our system ever being impacted by a geomagnetic disturbance or EMP but continue to work closely with industry and government agencies to protect and maintain power grid reliability. Duke Energy has incorporated EMP threat mitigation into its comprehensive transmission security strategy, and we have been making investments across our service area to make our power grid more resilient and harden the grid against threats such as severe weather, hurricanes, cyberattacks, animal and human interference and other potential disruptions.

### **Question #12**

**Do you donate to election deniers?**

We do believe it's important to participate actively in the political process so we can represent the company and our customers as public policy is taking shape. We have a rigorous governance process around this and routinely review how to enhance that.

We support candidates on both sides of the aisle and educate them about energy issues at the federal and state levels.

We plan to continue to support public officials who support policies that enable our ability to deliver affordable, reliable and increasingly clean energy and who are effective voices in the important policy discussions ahead.

### **Question #13**

**What are the issues involved in proposals 3, 4 and 5? Where can we learn about these?**

This shareholder was contacted directly by our investor relations team.

### **Question #14**

**Does Duke Energy participate in any charities or medical research to eradicate diseases? I am trying to locate donors to fund a research team of medical professionals to eradicate lymphatic filariasis. Approximately 120 million people suffer with this disease without a cure in Asia & Africa. Its only a matter of time that this parasite disease will reach the United States. I am being treated for a possible infection. Diagnosis is difficult until symptoms already appear. Medications to treat the disease are limited and are not a cure for the disease. It is synonymous with elephantiasis. Please let know if Duke Energy would be interested in helping the WHO eradicate this disease that comes from being bitten by mosquitoes infected with parasitic worms. These parasites are transferred to humans when bitten. I thank you for taking the time to discuss this endeavor.**

While there are many worthy causes we wish we could fund, medical research is outside of the scope of the Duke Energy Foundation's philanthropy.

Our grants focus on opportunities aligned with the clean energy transition through the pillars of vibrant economies; climate resiliency; and justice, equity and inclusion within the communities we serve.

### **Question #15**

**How many Shareowners and guests are present at this meeting?**

A total of 192 shareholders and guests logged in to the meeting.

### **Question #16**

**Clearly Duke Energy has made a big investment in solar energy. Is it wise to invest shareholders money into this energy source given that a recent KWH Analytics report said that nationally solar is losing \$2.5B/year due to malfunctions and weather-related events, including the March hail storm in Texas?**

We are investing in solar as part of our all-of-the-above strategy to maintain reliability and affordability for our customers as we retire aging coal units. We have an abundant solar resource in our Southeast service territories and see this as an important generation resource as outlined in our resource plan filings across our states. Solar investments – like all other prudently incurred investments in our system – are recovered from customers through a public process that provides opportunity for review by regulators and other stakeholders.

### **Question #17**

#### **When will the voting open**

The voting period was open from March 22 when the proxy materials were filed, and the polls remained open until the beginning of the Question & Answer portion of the annual meeting on May 9.

### **Question #18**

This was a personal statement that said, **“Thank you very much for holding a virtual meeting!”**

### **Question #19**

#### **How many live-submitted questions are you answering during the meeting?**

A total of 10 questions were answered during the Annual Shareholder Meeting. You can view the recording of the meeting [here](#).