

Duke Energy CORP  
Form FWP  
April 11, 2011

Duke  
Energy  
PremierNotes  
SM  
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Free Writing Prospectus

Filed Pursuant to Rule 433

Registration Number 333-173282

Duke Energy Corporation has filed a registration statement (including a prospectus) with the United States Securities and Exchange Commission (the SEC) for the offering to which this communication relates. Before you invest, you should read the prospectus that is included in that registration statement, as well as the other documents that Duke Energy Corporation has filed with the SEC, for more complete information about Duke Energy Corporation and this offering. You may get these documents for free by visiting the SEC web site at [www.sec.gov](http://www.sec.gov)

or  
by  
downloading  
them  
from  
the  
Duke  
Energy

PremierNotes website. Alternatively, Duke Energy Corporation will arrange to send you a prospectus if you request it by calling toll free at 800-659-DUKE (3853).

2

Introducing PremierNotes

An investment opportunity offering individuals an easy way to invest directly in Duke Energy Corporation

The Notes are a new unsecured and unsubordinated debt obligation of Duke Energy

Duke Energy has consistently met its financial obligations throughout its history

PremierNotes is an easily accessible, interest bearing investment

Offers an alternative to a savings, money market account and certificates of deposit

You may redeem some or all of your investment at any time through check writing and other redemption options

Earns a floating interest rate

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Rates are evaluated on a weekly basis

Current rates are available by:

Visiting our website at

Calling 800-659-DUKE (3853)

3

[www.duke-energy.com/premiernotes](http://www.duke-energy.com/premiernotes)

Duke Energy's Motivation for Program

Why PremierNotes is beneficial for Duke Energy

Provides an additional liquidity and funding source to supplement funds raised through the traditional sources

Diversifying the company's new debt sources helps to ensure access to capital in all market conditions and at a competitive rate

Allows direct access to retail investors

Why Duke Energy is approaching employees

Employees have an understanding of the company and its business model

Offer a launching platform for the program

4

Important Considerations

PremierNotes is not an employee benefit; no company matching

Voluntary Participation

Contact the PremierNotes team for questions by calling us or visiting our website

Consider the risks carefully before investing

Investment risk of the notes

Your personal financial exposure to Duke Energy Corporation

Your Paycheck

Direct or indirect investment in Duke Energy Stock

Direct or indirect investment in Duke Energy Debt

Consider your financial resources and investment objectives before investing in the notes



You should seek advice from a reputable financial advisor before investing in the notes

5

Investment Risks

PremierNotes is a direct investment in Duke Energy and is not an investment in a diversified money market mutual fund

PremierNotes is not FDIC insured and not guaranteed by Duke Energy or any of its subsidiaries

PremierNotes is not rated by any rating agency and is not anticipated to be rated in the future

See PremierNotes Prospectus for more details

6

Program Attributes

Earn a higher return than typical bank checking, savings, or money market accounts

Easy access via checks, ACH and wire transfers for both investments and redemptions

Minimum

rate to be 0.25% greater than the iMoneyNet Money Fund Average

Higher balances have higher returns

No administrative or maintenance fees, free checks, unlimited check writing

Low

minimum

balance

of  
\$1,000,  
with  
a  
special  
buildup  
option  
for  
Duke  
Energy employees and retirees  
7

#### Investing in PremierNotes

There are five ways you can add to your PremierNotes investment:

1.

##### Check Investment

Mail a check for \$50 (\$1,000 for initial investment) or more with an accompanied investment slip

2.

##### Automatic Investment

Authorize PremierNotes to add the same amount to your Duke Energy Premier Notes investment automatically

on

the

same  
day  
each  
month  
(\$50  
minimum)  
from  
your  
pre-authorized  
bank  
account  
(linked bank account)

3.  
Directed Investment

Make  
non-recurring  
electronic  
transfers  
from  
your  
linked  
bank  
account  
for  
a  
prescribed  
amount  
(\$50  
minimum) by calling PremierNotes

4.  
Wire Transfer Investment

Make wire transfer investments into Duke Energy Premier Notes (\$1,000 minimum) by contacting your  
bank  
Wire Transfer details available by calling PremierNotes

5.  
Automatic Social Security Investment

Invest  
your  
social  
security  
benefit  
in  
Duke  
Energy  
PremierNotes.  
Contact  
your  
local  
Social  
Security

Administration office for more details

8

Withdrawing any of your investment

There are five ways you can redeem your investment at any time:

1.

Check Redemption

Unlimited check writing out of your PremierNotes investment (\$250 minimum per check)

2.

Written Redemption

Redeem all or part of your investment by writing a letter to PremierNotes (\$250 minimum)

3.

Bank Check Redemption

Call PremierNotes and request a bank check be sent to the registered account address



(\$250 minimum)

4.

**Directed Redemption**

Call PremierNotes and request a non-recurring electronic transfer (ACH) to your linked bank account for the prescribed amount (\$250 minimum).

5.

**Wire Transfer Redemption**

Call PremierNotes and request a non-recurring electronic transfer (Bank Wire Transfer) to your linked bank account (\$1,000 minimum, Fee Applies)

9

How to make your initial investment

1.  
Obtain an application by either requesting an Enrollment Kit or download the form from our website
2.  
Select and complete your initial investment option:
  - A.  
Include a check for at least \$1,000 or
  - B.  
Choose the **Duke Energy Employee Investment Option** on the application form to invest \$100 per month through payroll direct deposit or your linked bank account  
See application for more details
3.  
Mail a completed application to the address provided on the form  
We strongly recommend investors link their bank account to the PremierNotes investment during the application process to allow electronic transfers and save time and effort in the future

10

What you can expect after your application is submitted  
After your investment is open you will expect to receive :

A Welcome Kit that includes:

1.  
Welcome letter
2.  
Checkbook, Investment Slips and Change of Address/Check Reorder Form
3.  
Program FAQ s
4.  
Return envelope for future investments

For those of you that elected the Duke Energy Employee Investment  
Option using the Payroll Directed Investment, instructions on how to set  
up payroll direct deposit will be included in your Welcome Letter

11

#### How to make changes

To make changes to your investment information and features, you must

contact us and we may require you to submit a change form to:

Duke Energy PremierNotes

P.O. Box 75708

Chicago, IL 60675-5708

Change forms can be downloaded on the website or mailed to your home

Common changes include:

1.

Address

2.

Name

3.

Bank Account number, Bank Name and ABA

4.

Automatic Investment Amount

12

How to close your investment

If  
you  
enroll  
in  
the  
program  
and  
later  
determine  
this  
investment  
is  
not  
meeting your financial goals, you may close your investment at any time  
by:

1.  
Request in writing that your investment be closed
2.  
Request by telephone that your investment be closed

13

Fee structure

14

Service

Fee

Administrative Fees

Insufficient funds

Stop payment requests

Wire redemptions

Redemptions for less than \$250

Investment balance less than \$1,000

None  
\$20  
\$15  
\$15  
\$10  
\$10/month

Current PremierNotes Rates

Investment Amount

Rate

Yield

Less than \$10,000

1.30%

1.31%

\$10,000 to \$49,999

1.50%

1.51%

\$50,000 to \$250,000

1.70%

1.71%

15

\*Rates effective April 4, 2011



Questions?

For further information, please contact us at:

Website

Phone

Email

Mail

[www.duke-energy.com/premiernotes](http://www.duke-energy.com/premiernotes)

800-659-DUKE (3853)

Duke Energy PremierNotes

P.O. Box 75708

Chicago, IL 60675-5708

[PremierNotes@duke-energy.com](mailto:PremierNotes@duke-energy.com)