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**Duke Energy Corporation**

**Extract: Bylaws Amended/Restated (Plain English Desc)** from a [8-K](#) on 05/13/2024

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On May 9, 2024, the Board of Directors (the "Board") of Duke Energy Corporation (the "Corporation") adopted Amended and Restated By-Laws (the "By-Laws"), effective immediately. The amendments were adopted to clarify the Corporation's original intent regarding the provisions of the prior By-Laws relating to the conduct of stockholder meetings, proxy access for director nominations, and advance notice of shareholder proposals. Specifically, the amendments: (i) eliminate the terms "acting in concert" and "performance-related fees" throughout the By-Laws; (ii) add standard securities law-based definitions for the terms "affiliates," "associates," and "principal competitor;" (iii) amend Section 2.07 to simplify the language with respect the identification of the presiding officer at a meeting of shareholders; (iv) amend Section 2.14(c)(iii) to clarify the Corporation's intent that the Board (or a committee thereof) is the entity with power and duty to determine whether a nomination or any business proposed to be brought before the meeting was properly made; and (v) amend Sections 2.04 and 3.04 to remove a provision stating that the Board's decisions are binding on others.