

# Letter from the Independent Lead Director



Dear Fellow Shareholders:

It is a great honor to serve as Duke Energy's Independent Lead Director. The Board is deeply committed to sound corporate governance, executive compensation, and risk management policies and practices to ensure that Duke Energy operates responsibly, efficiently, and in the best interests of shareholders. In 2018, we continued our annual shareholder engagement program, reaching out to holders of approximately one-third of our outstanding shares. These conversations were in addition to the numerous conversations we have every year with shareholders and stakeholders outside our shareholder engagement program. The feedback we have gathered both in 2018 and in previous years from this program has been instrumental in the Board's deliberations and adoption of our policies, practices, and disclosures.

The focus of our conversations in 2018 involved our corporate strategy and purpose; board oversight of key risk areas, including human capital management and climate change; the composition of our Board; and Duke Energy's environmental and sustainability goals and practices. Members of the Board were present in many of these conversations and feedback from shareholders was discussed by the Board.

I am fortunate to have the privilege of working with a diverse, engaged, and experienced group of directors at Duke Energy. This Board's diversity, not only of race, gender, and ethnicity, but also of experience, background, and skills, provides the Board with the varied opinions and perspectives that are necessary to allow us to actively oversee the most important issues facing Duke Energy. The Board strikes the right balance between fresh perspectives and established experience. Since the 2018 Annual Meeting, we have appointed two new directors, Annette K. Clayton and Marya M. Rose, to the Board. Our directors' diverse mix of ideas and experiences has resulted in a dynamic Board uniquely equipped to lead Duke Energy as it navigates the rapid changes occurring in the utility industry. I have been honored to lead this Board as Independent Lead Director, and to work closely with our Chairman, President and CEO, Lynn Good, who has skillfully positioned Duke Energy as a leader in the industry during this time of change.

We look forward to continuing our dialogue with you at the 2019 Annual Meeting and beyond. On behalf of the entire Board, thank you for your continued support.

Sincerely,

A handwritten signature in black ink that reads "Michael G. Browning". The signature is written in a cursive, flowing style.

**Michael G. Browning**  
*Independent Lead Director*

