



CENTERPOINT ENERGY, INC.

Audit Committee

Charter

(Adopted: December 11, 2025)

Purpose: The primary function of the Audit Committee is to assist the Board of Directors (the “Board”) of CenterPoint Energy, Inc. (the “Company”) in fulfilling its oversight responsibility for:

- the integrity of the Company’s financial statements;
- the qualifications, independence and performance of the Company’s independent auditors;
- the performance of the Company’s internal audit function;
- compliance by the Company with legal and regulatory requirements; and
- the system of disclosure controls and the system of internal controls regarding finance, accounting, information technology, legal compliance, and ethics that management and the Board have established.

The Audit Committee shall prepare the report required by the rules of the U.S. Securities and Exchange Commission (the “SEC”) to be included in the Company’s annual proxy statement. The Audit Committee shall have and may exercise all the powers of the Board, except as may be prohibited by applicable law, with respect to all matters encompassed by this Charter, and all the power and authority required under the Sarbanes-Oxley Act of 2002.

Membership: The Audit Committee shall consist of at least three members, each of whom shall be directors the Board has determined meet the independence and financial literacy requirements of the New York Stock Exchange and the SEC, as applicable. Members of the Audit Committee shall be appointed by the Board and may be replaced by the Board. At least one member of the Audit Committee will be a director the Board has determined to have accounting or related financial management expertise, and the Company will have at least one member of the Audit Committee who is an “audit committee financial expert” as defined by the SEC. No member of the Audit Committee shall simultaneously serve on the audit committees of more than two other public companies unless the Board has determined that such simultaneous service would not

impair the ability of such member to effectively serve on the Audit Committee. The Company shall disclose any such determination in its annual proxy statement.

Meetings and Structure: The Audit Committee shall meet at such times as it determines or as meetings may be called by the chairperson of the Audit Committee, any two members of the Audit Committee, the Chair of the Board or the Chief Executive Officer (“CEO”). The Committee shall meet at least four times during each year.

The Board shall appoint one member of the Audit Committee as chairperson. The chairperson shall be responsible for overseeing the preparation of the agenda (following consultation with other Audit Committee members and with management, as appropriate), presiding over meetings, making subcommittee assignments and coordination of reporting to the Board. In the absence of the chairperson, a majority of the members of the Committee present at a meeting may appoint a member to preside at the meeting.

The Audit Committee will maintain regular liaison with the Company’s CEO, Chief Financial Officer (“CFO”), Chief Accounting Officer (“CAO”), senior internal audit executive, Chief Ethics and Compliance Officer (“CECO”), General Counsel and the lead audit partner of the Company’s independent auditors. The Audit Committee shall provide on a regular basis opportunities for separate executive sessions without any Company officers or employees present.

Private Discussions/Investigations: The Audit Committee shall provide on a regular basis opportunities for separate private discussions with the independent auditors, the CFO, the CAO, the Company’s senior internal audit executive, the CECO, and the Company’s General Counsel and outside counsel when appropriate. The Audit Committee may investigate any matter, including those brought to its attention.

Interaction with the Independent Auditors and Audit Committee Authority and Responsibility: The Audit Committee shall have the sole authority to appoint and, where appropriate, replace the Company’s independent auditors and to approve all audit engagement fees and terms.¹ Prior to the initial engagement of any registered public accounting firm as the Company’s independent auditors and at least annually thereafter, the Audit Committee shall

¹ It is the Company’s customary practice to seek shareholder ratification of the appointment of the Company’s independent auditors.

review and discuss with the firm its written documentation to the Audit Committee concerning its independence prepared by such firm pursuant to the applicable requirements of the Public Company Accounting Oversight Board (“PCAOB”). The Audit Committee shall be directly responsible for the appointment, compensation, retention and oversight of the work of the independent auditors and any other registered public accounting firm (including resolution of disagreements between management and the auditor regarding financial reporting) engaged for the purpose of preparing or issuing an audit report or performing other audit, review or attest services for the Company. The independent auditors and any such other registered public accounting firm shall report directly to the Audit Committee.

At least annually, the Audit Committee shall obtain and review a report by the independent auditors describing (i) the independent auditors’ internal quality-control procedures; (ii) any material issues raised by the most recent internal quality-control review, or peer review, of the independent auditors, or by any inquiry or investigation by governmental or professional authorities, within the preceding five years, respecting one or more independent audits carried out by the firm, and any steps taken to deal with any such issues; and (iii) all relationships between the independent auditors or their affiliates and the Company pursuant to applicable requirements of the PCAOB. The Audit Committee shall discuss with the independent auditors such firm’s independence. The Audit Committee shall evaluate the independent auditors’ qualifications, performance and independence, including considering whether the independent auditors’ quality controls are adequate and the provision of permitted non-audit services is compatible with maintaining the independent auditors’ independence. The evaluation shall include the review and evaluation of the lead partner of the independent auditor. In making this evaluation, the Audit Committee shall take into account the opinions of management and the internal auditors. The Audit Committee shall present its conclusions with respect to the independent auditors to the full Board of Directors. Additionally, the Audit Committee shall assure, and discuss with management and the independent auditors the timing and process for, the rotation of audit partners as required by applicable law, and periodically consider rotation of the independent accountant firm itself.

The Audit Committee shall preapprove all audit, review or attest engagements, internal control-related services and permissible non-audit services, including the fees and terms thereof, to be performed by the independent auditors, subject to the *de minimis* exception for non-audit services described in Section 10A(i)(1)(B) of the Securities Exchange Act of 1934, as amended, and the applicable rules and regulations of the SEC. The Audit Committee may form

and delegate authority to subcommittees consisting of one or more members when appropriate, including the authority to grant preapprovals of audit and permissible non-audit services, provided that decisions of such subcommittee to grant preapprovals shall be presented to the full Audit Committee at the next scheduled meeting.

The Audit Committee shall set clear hiring policies for employees or former employees of the independent auditors.

In addition to the responsibilities set forth in the preceding paragraphs, the Audit Committee shall from time to time as required and otherwise when the Audit Committee deems appropriate:

Financial Reporting Processes and Accounting Policies

- Review and discuss with management and the independent auditors the annual audited financial statements, as well as disclosures made in management's discussion and analysis of financial condition and results of operations in the Company's Annual Report on Form 10-K.
- Recommend to the Board whether the Company's annual audited financial statements and accompanying notes should be included in the Company's Annual Report on Form 10-K.
- Review and discuss with management and the independent auditors the Company's quarterly financial statements, and disclosures made in management's discussion and analysis of financial condition and results of operations prior to the filing of the Company's Quarterly Report on Form 10-Q, including the results of the independent auditors' reviews of the quarterly financial statements.
- Review and discuss with management and the independent auditors:
 - major issues regarding accounting principles and financial statement presentations, including significant changes in the selection or application of accounting principles, any major issues concerning the adequacy of the Company's internal controls, including information technology security and controls, special steps adopted in light of material control deficiencies, and the adequacy of

disclosures about changes in internal control over financial reporting.

- analyses prepared by management and/or the independent auditors regarding critical accounting policies and practices and other significant financial reporting issues and judgments made in connection with the preparation of the Company's financial statements, including analyses of the effects of alternative generally accepted accounting principles ("GAAP") methods on the financial statements, ramifications of the use of alternative disclosure and the treatment preferred by the independent auditor.
 - other material written communications between the independent auditors and management.
- Review and discuss with management, including the senior internal audit executive, and the independent auditors the Company's internal controls report and the independent auditor's attestation of the report prior to filing the Company's Annual Report on Form 10-K.
 - Meet with representatives of the Company's disclosure committee on a periodic basis and at least annually to confirm that the disclosure committee's quarterly process is serving its intended purpose of assisting the CEO and CFO in making the certifications required under Sections 302 and 906 of the Sarbanes-Oxley Act of 2002.
 - Review and discuss with management the Company's earnings press releases, with particular emphasis on the use of any "non-GAAP financial measures," as well as financial information and earnings guidance provided to analysts and rating agencies. Such discussion may be done generally (covering, for example, the types of information to be disclosed and the type of presentation to be made).
 - Review with management and the independent auditors the effect of regulatory and accounting initiatives as well as off-balance sheet structures on the Company's financial statements.

- Discuss with the independent auditors the matters required to be communicated by the independent auditors pursuant to applicable PCAOB rules and standards, including Auditing Standard No. 16, relating to the conduct of the audit, including any problems or difficulties encountered in the course of the audit work and management's response, any restrictions on the scope of activities or access to requested information and any significant disagreements with management.
- Review the disclosures that the CEO and CFO make to the Audit Committee and the independent auditors in connection with the certification process for the Company's Reports on Form 10-K and Form 10-Q concerning any significant deficiencies or weaknesses in the design or operation of internal control over financial reporting and any fraud that involves management or other employees who have a significant role in the Company's internal control over financial reporting.
- Review other relevant reports or financial information as determined by the Audit Committee to be necessary, advisable or appropriate.

Internal Audit

- Review and advise regarding the appointment and replacement of the senior internal audit executive.
- Review at least annually the internal audit function's organizational structure, qualifications and charter.
- Review the internal audit function's activities, including key metrics, special projects and significant reports prepared by the internal audit function and management's responses.
- Review with the senior internal audit executive, management and the independent auditors, when appropriate, the responsibilities, budget and staffing of the internal audit function.
- Review and approve the internal audit function's audit plans. The senior internal audit executive may make modifications to approved plans,

provided that modifications to such plans shall be presented to the full Audit Committee at the next scheduled meeting.

Other Matters

- Review and assess at least annually the adequacy of this Charter and recommend any proposed changes to the Board for approval.
- Obtain information from management, the Company's CECSO; senior internal audit executive and the independent auditors as to compliance by the Company and its subsidiaries with applicable legal requirements and the Company's Ethics and Compliance Code and report to the Board with respect to such matters as appropriate.
- Obtain from the independent auditors assurance that no illegal acts required to be reported under Section 10A(b) of the Securities Exchange Act of 1934, as amended, have been detected or otherwise come to the attention of the independent auditors in the course of the audit.
- Establish procedures for the receipt, retention and treatment of complaints received by the Company regarding accounting, internal accounting controls or auditing matters, and the confidential, anonymous submission by employees of the Company of concerns regarding questionable accounting or auditing matters.
- Assist the Board in its oversight of the Company's enterprise risk management program and discuss the Company's policies with respect to risk assessment and risk management, including guidelines and policies to govern the process, as well as the Company's major financial risk exposures and significant risks relating to compliance, artificial intelligence and other matters addressed by the Audit Committee, and the steps management has undertaken to monitor and control such risks.
- Review with the Company's General Counsel at least annually legal matters that may have a material impact on the financial statements, the Company's compliance policies and any material reports or inquiries received from regulators or governmental agencies.

- Review with management the Company's policies and procedures with respect to officers' expense accounts and perquisites, including their use of corporate assets, and consider the results of any review of these areas by the internal auditor.
- Review legislative and regulatory developments, including changes to the SEC's rules and regulations, affecting sustainability disclosures, including but not limited to disclosures relating to climate change, within the financial reporting framework and monitor developments in integrated reporting for these areas for alignment with financial reporting.
- Review the disclosure controls and procedures relating to sustainability disclosures required by applicable securities law or regulation, including but not limited to disclosures relating to climate change, and any assurance thereon that may be required by applicable securities law or regulation.
- Review annually the Audit Committee's own performance.
- Perform such other duties and responsibilities as specified by the Board from time to time.
- Make regular reports to the Board, including any recommendations, as appropriate.
- Receive and review reports, presentations or other materials with respect to cybersecurity matters, including, among other items, disclosures required by applicable securities law or regulation, as appropriate, and a review of the risks related to cybersecurity and the Company's cybersecurity program.

While the Audit Committee has the responsibilities and powers set forth in this Charter, it is not the duty of the Audit Committee to plan or conduct audits or to determine that the Company's financial statements are complete and accurate and are in accordance with GAAP.

The Audit Committee shall have the authority to retain and obtain advice and assistance from legal, accounting or other advisors without seeking approval of the Board of Directors. The Audit Committee may request any officer or employee of the Company or representative of the Company's outside counsel or independent auditors to attend a meeting of the Audit Committee or to meet with any members of, or advisors to, the Audit Committee. The

Company shall provide for appropriate funding, as determined by the Audit Committee, for payment of compensation to the independent auditors for the purpose of rendering or issuing an audit report or performing other audit, review or attest services for the Company, compensation to any advisors employed by the Audit Committee, and ordinary administrative expenses of the Audit Committee that are necessary or appropriate in carrying out its duties.

The Audit Committee will make itself available to the independent auditors and the internal auditors of the Company as requested.

###