

SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

FORM 8-B

REGISTRATION OF SECURITIES OF CERTAIN SUCCESSOR ISSUERS

FILED PURSUANT TO SECTION 12(b) OR (g) OF
THE SECURITIES EXCHANGE ACT OF 1934

HOUSTON INDUSTRIES INCORPORATED
FORMERLY KNOWN AS: HOUSTON LIGHTING & POWER COMPANY
(Exact name of registrant as specified in its charter)

TEXAS 74-0694415
(State of incorporation or organization) (I.R.S. Employer Identification No.)

1111 LOUISIANA
HOUSTON, TEXAS 77002
(Address of principal executive offices) (Zip Code)

Securities to be registered pursuant to Section 12(b) of the Securities Exchange
Act of 1934:

Title of each class to be so registered	Name of each exchange on which each class is to be registered
----- 7% Automatic Common Exchange Securities Due 2000	----- New York Stock Exchange

Securities to be registered pursuant to Section 12(g) of the Securities Exchange
Act of 1934:

None.

ITEM 1. GENERAL INFORMATION.

(a) Houston Lighting & Power Company ("HL&P") was incorporated in Texas on January 9, 1906 under the name Houston Lighting & Power Company. On August 6, 1997, the closing date of the Succession Transaction (as described below), HL&P changed its name to Houston Industries Incorporated ("Houston").

(b) Houston's fiscal year ends December 31 of each year.

ITEM 2. TRANSACTION OF SUCCESSION.

(a) Predecessor Entities: HL&P, Houston Industries Incorporated, a Texas corporation ("HII"), and NorAm Energy Corp., a Delaware corporation ("NorAm").

(b) Succession Transaction: For a description of the Succession Transaction, reference is made to the Joint Proxy Statement/Prospectus included as part of the Registration Statement on Form S-4 of HII and HL&P, No. 333-11329 (and Amendments No. 1 and 2 thereto) (the "Joint Proxy Statement/Prospectus"). Reference is specifically made to the sections of the Joint Proxy Statement/Prospectus entitled "Summary -- The Transaction" and "The Transaction."

ITEM 3. SECURITIES TO BE REGISTERED.

Houston has authorized 22,909,040 7% Automatic Common Exchange Securities due 2000 (the "Securities"), each with a face amount of \$45.9375, of which 22,909,040 Securities are presently outstanding and no Securities are held by or for the account of Houston.

ITEM 4. DESCRIPTION OF REGISTRANT'S SECURITIES TO BE REGISTERED.

A description of the Securities is contained under the caption "Description of the Securities" in the Prospectus filed with the Securities and Exchange Commission by HII, on July 10, 1997, pursuant to Rule 424(b) under the Securities Act of 1933, as amended, which description is incorporated herein by reference.

ITEM 5. FINANCIAL STATEMENTS AND EXHIBITS.

(a) Financial Statements: None.

(b) Exhibits: See Index to Exhibits.

INDEX TO EXHIBITS

* Incorporated by reference as indicated

EXHIBIT NO.	DESCRIPTION	REPORT OR REGISTRATION STATEMENT	SEC FILE OR REGISTRATION NUMBER	EXHIBIT REFERENCE
*2(a)(1)	Agreement and Plan of Merger among HII, HL&P, HI Merger, Inc. and NorAm dated as of August 11, 1996	Form 8-K dated August 11, 1996	1-3187	2
*2(a)(2)	Amendment to Agreement and Plan of Merger among HII, HL&P, HI Merger, Inc. and NorAm dated August 11, 1996	Registration Statement on Form S-4 dated September 4, 1996	333-11329	2(c)
*2(a)(3)	Agreement dated August 5, 1997 among HL&P, HII, HI Merger, Inc. and NorAm	Registration Statement on Form S-3	333-33301	2.3
*2(b)	HII, HL&P and NorAm Joint Proxy Statement/Prospectus	Registration Statement on Form S-4 dated September 4, 1996	333-11329	
*3(a)(1)	Restated Articles of Incorporation of HL&P dated May 11, 1993	Form 10-Q for the quarter ended June 30, 1993	1-3187	3
*3(a)(2)	Articles of Amendment to Exhibit 3(a)(1) dated August 9, 1996	Registration Statement on Form S-4 dated September 4, 1996	333-11329	3(b)
*3(a)(3)	Articles of Amendment of HL&P dated as of December 3, 1996	Combined 10-K of HL&P and HII dated March 20, 1997	1-3187	3(c)
*3(a)(4)	Form of Amendments to Restated Articles of Incorporation of HL&P (Effective upon filing of Articles of Merger merging HII with and into HL&P.) (Contained in Exhibit A in Exhibit 2(a)(2) above.)			
*3(b)	Amended and Restated Bylaws of HII (as of May 22, 1996) (Effective as Houston's Bylaws upon the Merger of HII with and into the HL&P)	HII's Form 10-Q for the quarter ended June 30, 1996	1-7629	3
*4(a)(1)	Mortgage and Deed of Trust dated November 1, 1944 between HL&P and South Texas Commercial National Bank Houston (Texas Commerce Bank National Association, as successor trustee), as Trustee, as amended and supplemented by 20 Supplemental Indentures thereto	HL&P's Form S-7 filed on August 25, 1977	2-59748	2(b)

EXHIBIT NO.	DESCRIPTION	REPORT OR REGISTRATION STATEMENT	SEC FILE OR REGISTRATION NUMBER	EXHIBIT REFERENCE
*4(a)(2)	Twenty-First through Fiftieth Supplemental Indentures to HL&P Mortgage and Deed of Trust	HL&P's Form 10-K for the year ended December 31, 1989	1-3187	4(a)(2)
*4(a)(3)	Fifty-First Supplemental Indenture dated March 25, 1991 to HL&P Mortgage and Deed of Trust	HL&P's Form 10-Q for the quarter ended June 30, 1991	1-3187	4(a)
*4(a)(4)	Fifty-Second through Fifty-Fifth Supplemental Indentures, each dated March 1, 1992, to HL&P Mortgage and Deed of Trust	HL&P's Form 10-Q for the quarter ended March 31, 1992	1-3187	4
*4(a)(5)	Fifty-Sixth and Fifty-Seventh Supplemental Indentures, each dated October 1, 1992, to HL&P Mortgage and Deed of Trust	HL&P's Form 10-Q for the quarter ended September 30, 1992	1-3187	4
*4(a)(6)	Fifty-Eighth and Fifty-Ninth Supplemental Indenture, each dated as of March 1, 1993 to HL&P Mortgage and Deed of Trust	HL&P's Form 10-Q for the quarter ended March 31, 1993	1-3187	4
*4(a)(7)	Sixtieth Supplemental Indenture dated July 1, 1993 to HL&P Mortgage and Deed of Trust	HL&P's Form 10-Q for the quarter ended June 30, 1993	1-3187	4
*4(a)(8)	Sixty-First through Sixty-Third Supplemental Indentures to HL&P Mortgage and Deed of Trust	HL&P's Form 10-K for the year ended December 31, 1993	1-3187	4(a)(8)
*4(a)(9)	Sixty-Fourth through Sixty-Fifth Supplemental Indentures, each dated as of July 1, 1995, to HL&P Mortgage and Deed of Trust	HL&P's Form 10-K for the year ended December 31, 1995	1-3187	4(a)(9)
*4(b)(1)	Rights Agreement dated July 11, 1990, as amended and restated between HII and Texas Commerce Bank National Association, as Rights Agent ("Rights Agent"), which includes form of Statement of Resolution Establishing Series of Shares designated Series A Preference Stock and form of Rights Certificate.	Form 8-K dated July 11, 1990	1-7629	4(a)(1)
*4(b)(2)	Agreement and Appointment of Agent dated as of July 11, 1990 between HII and the Rights Agent	Form 8-K dated July 11, 1990	1-7629	4(a)(2)

EXHIBIT NO.	DESCRIPTION	REPORT OR REGISTRATION STATEMENT	SEC FILE OR REGISTRATION NUMBER	EXHIBIT REFERENCE
*4(b)(3)	Form of Amended and Restated Rights Agreement between Houston and Texas Commerce Bank National Association to be executed upon the closing of the Merger, including form of Statement of Resolution Establishing Series Shares Designated Series A Preference Stock and Form of Rights Certificate	Registration Statement on Form S-4	333-11329	4(b)(1)
*4(c)	Form of Houston Industries Incorporated Amended and Restated Investor's Choice Plan to be executed upon closing of the Merger	Registration Statement on Form S-3	333-32353	4.7
Pursuant to Item 601(b)(4)(iii)(A) of Regulation S-K, Houston has not filed as exhibits to this Form 8-B certain long-term debt instruments, under which the total amount of securities authorized do not exceed 10 percent of the total assets of Houston and any of its subsidiaries on a consolidated basis. Houston hereby agrees to furnish a copy of any such instrument to the SEC upon request.				
*10(a)	Executive Benefit Plan of HII and First and Second Amendments thereto (effective as of June 1, 1982, July 1, 1984, and May 7, 1986, respectively)	Form 10-Q for the quarter ended March 31, 1987	1-7629	10(a)(1) 10(a)(2) and 10(a)(3)
*10(b)(1)	Executive Incentive Compensation Plan of HII (effective as of January 1, 1982)	Form 10-K for the year ended December 31, 1991	1-7629	10(b)
*10(b)(2)	First Amendment to Exhibit 10(b)(1) (effective as of March 30, 1992)	Form 10-Q for the quarter ended March 31, 1992	1-7629	10(a)
*10(b)(3)	Second Amendment to Exhibit 10(b)(1) (effective as of November 4, 1992)	Form 10-K for the year ended December 31, 1992	1-7629	10(b)(3)
*10(b)(4)	Third Amendment to Exhibit 10(b)(1) (effective as of September 7, 1994)	Form 10-K for the year ended December 31, 1994	1-7629	10(b)(4)
*10(c)(1)	Executive Incentive Compensation Plan of HII (effective as of January 1, 1985)	Form 10-Q for the quarter ended March 31, 1987	1-7629	10(b)(1)
*10(c)(2)	First Amendment to Exhibit 10(c)(1) (effective as of January 1, 1985)	Form 10-K for the year ended December 31, 1988	1-7629	10(b)(3)
*10(c)(3)	Second Amendment to Exhibit 10(c)(1) (effective as of January 1, 1985)	Form 10-K for the year ended December 31, 1991	1-7629	10(c)(3)
*10(c)(4)	Third Amendment to Exhibit 10(c)(1) (effective as of March 30, 1992)	Form 10-Q for the quarter ended March 31, 1992	1-7629	10(b)
*10(c)(5)	Fourth Amendment to Exhibit 10(c)(1) (effective as of November 4, 1992)	Form 10-K for the year ended December 31, 1992	1-7629	10(c)(5)

EXHIBIT NO.	DESCRIPTION	REPORT OR REGISTRATION STATEMENT	SEC FILE OR REGISTRATION NUMBER	EXHIBIT REFERENCE
*10(c)(6)	Fifth Amendment to Exhibit 10(c)(1) (effective as of September 7, 1994)	Form 10-K for the year ended December 31, 1994	1-7629	10(c)(6)
*10(d)	Executive Incentive Compensation Plan of HL&P (effective as of January 1, 1985)	Form 10-Q for the quarter ended March 31, 1987	1-7629	10(b)(2)
*10(e)(1)	Executive Incentive Compensation Plan of HII (effective as of January 1, 1989)	Form 10-Q for the quarter ended June 30, 1989	1-7629	10(b)
*10(e)(2)	First Amendment to Exhibit 10(e)(1) (effective as of January 1, 1989)	Form 10-K for the year ended December 31, 1991	1-7629	10(e)(2)
*10(e)(3)	Second Amendment to Exhibit 10(e)(1) (effective as of March 30, 1992)	Form 10-Q for the quarter ended March 31, 1992	1-7629	10(c)
*10(e)(4)	Third Amendment to Exhibit 10(e)(1) (effective as of November 4, 1992)	Form 10-K for the year ended December 31, 1992	1-7629	10(c)(4)
*10(e)(5)	Fourth Amendment to Exhibit 10(e)(1) (effective as of September 7, 1994)	Form 10-K for the year ended December 31, 1994	1-7629	10(e)(5)
*10(f)(1)	Executive Incentive Compensation Plan of HII (effective as of January 1, 1991)	Form 10-K for the year ended December 31, 1990	1-7629	10(b)
*10(f)(2)	First Amendment to Exhibit 10(f)(1) (effective as of January 1, 1991)	Form 10-K for the year ended December 31, 1991	1-7629	10(f)(2)
*10(f)(3)	Second Amendment to Exhibit 10(f)(1) (effective as of March 30, 1992)	Form 10-Q for the quarter ended March 31, 1992	1-7629	10(d)
*10(f)(4)	Third Amendment to Exhibit 10(f)(1) (effective as of November 4, 1992)	Form 10-K for the year ended December 31, 1992	1-7629	10(f)(4)
*10(f)(5)	Fourth Amendment to Exhibit 10(f)(1) (effective as of January 1, 1993)	Form 10-K for the year ended December 31, 1992	1-7629	10(f)(5)
*10(f)(6)	Fifth Amendment to Exhibit 10(f)(1) (effective in part as of January 1, 1995 and in part, as of September 7, 1994)	Form 10-K for the year ended December 31, 1994	1-7629	10(f)(6)
*10(f)(7)	Sixth Amendment to Exhibit 10(f)(1) (effective as of August 1, 1995)	Form 10-Q for the quarter ended June 30, 1995	1-7629	10(a)
*10(f)(8)	Seventh Amendment to Exhibit 10(f)(1) (effective as of January 1, 1996)	Form 10-Q for the quarter ended June 30, 1996	1-7629	10(c)
*10(g)(1)	Benefit Restoration Plan of HII (effective as of June 1, 1985)	Form 10-Q for the quarter ended March 31, 1987	1-7629	10(c)

EXHIBIT NO.	DESCRIPTION	REPORT OR REGISTRATION STATEMENT	SEC FILE OR REGISTRATION NUMBER	EXHIBIT REFERENCE
*10(g)(2)	Benefit Restoration Plan of HII as amended and restated (effective as of January 1, 1988)	Form 10-K for the year ended December 31, 1991	1-7629	10(g)(2)
*10(g)(3)	Benefit Restoration Plan of HII as amended and restated (effective as of July 1, 1991)	Form 10-K for the year ended December 31, 1991	1-7629	10(g)(3)
*10(h)(1)	Deferred Compensation Plan of HII (effective as of September 1, 1985)	Form 10-Q for the quarter ended March 31, 1987	1-7629	10(d)
*10(h)(2)	First Amendment to Exhibit 10(h)(1) (effective as of September 1, 1985)	Form 10-K for the year ended December 31, 1990	1-7629	10(d)(2)
*10(h)(3)	Second Amendment to Exhibit 10(h)(1) (effective as of March 30, 1992)	Form 10-Q for the quarter ended March 31, 1992	1-7629	10(e)
*10(h)(4)	Third Amendment to Exhibit 10(h)(1) (effective as of June 2, 1993)	Form 10-K for the year ended December 31, 1993	1-7629	10(h)(4)
*10(h)(5)	Fourth Amendment to Exhibit 10(h)(1) (effective as of September 7, 1994)	Form 10-K for the year ended December 31, 1994	1-7629	10(h)(5)
*10(h)(6)	Fifth Amendment to Exhibit 10(h)(1) (effective as of August 1, 1995)	Form 10-Q for the quarter ended June 30, 1995	1-7629	10(d)
*10(h)(7)	Sixth Amendment to Exhibit 10(h)(1) (effective as of December 1, 1995)	Form 10-Q for the quarter ended June 30, 1995	1-7629	10(b)
*10(i)(1)	Deferred Compensation Plan of HII (effective as of January 1, 1989)	Form 10-Q for the quarter ended June 30, 1989	1-7629	10(a)
*10(i)(2)	First Amendment to Exhibit 10(i)(1) (effective as of January 1, 1989)	Form 10-K for the year ended December 31, 1989	1-7629	10(e)(3)
*10(i)(3)	Second Amendment to Exhibit 10(i)(1) (effective as of March 30, 1992)	Form 10-Q for the quarter ended March 31, 1992	1-7629	10(f)
*10(i)(4)	Third Amendment to Exhibit 10(i)(1) (effective as of June 2, 1993)	Form 10-K for the year ended December 31, 1993	1-7629	10(i)(4)
*10(i)(5)	Fourth Amendment to Exhibit 10(i)(1) (effective as of September 7, 1994)	Form 10-K for the year ended December 31, 1994	1-7629	10(i)(5)
*10(i)(6)	Fifth Amendment to Exhibit 10(i)(1) (effective as of August 1, 1995)	Form 10-Q for the quarter ended June 30, 1995	1-7629	10(c)
*10(i)(7)	Sixth Amendment to Exhibit 10(i)(1) (effective as of December 1, 1995)	Form 10-Q for the quarter ended June 30, 1996	1-7629	10(c)
*10(j)(1)	Deferred Compensation Plan of HII (effective as of January 1, 1991)	Form 10-K for the year ended December 31, 1990	1-7629	10(d)(3)
*10(j)(2)	First Amendment to Exhibit 10(j)(1) (effective as of January 1, 1991)	Form 10-K for the year ended December 31, 1991	1-7629	10(j)(2)

EXHIBIT NO.	DESCRIPTION	REPORT OR REGISTRATION STATEMENT	SEC FILE OR REGISTRATION NUMBER	EXHIBIT REFERENCE
*10(j)(3)	Second Amendment to Exhibit 10(j)(1) (effective as of March 30, 1992)	Form 10-Q for the quarter ended March 31, 1992	1-7629	10(g)
*10(j)(4)	Third Amendment to Exhibit 10(j)(1) (effective as of June 2, 1993)	Form 10-K for the year ended December 31, 1993	1-7629	10(j)(4)
*10(j)(5)	Fourth Amendment to Exhibit 10(j)(1) (effective as of December 1, 1993)	Form 10-K for the year ended December 31, 1993	1-7629	10(j)(5)
*10(j)(6)	Fifth Amendment to Exhibit 10(j)(1) (effective as of September 7, 1994)	Form 10-K for the year ended December 31, 1994	1-7629	10(j)(6)
*10(j)(7)	Sixth Amendment to Exhibit 10(j)(1) (effective as of August 1, 1995)	Form 10-Q for the quarter ended June 30, 1995	1-7629	10(b)
*10(j)(8)	Seventh Amendment to Exhibit 10(j)(i) (effective as of December 1, 1995)	Form 10-Q for the quarter ended June 30, 1996	1-7629	10(d)
*10(k)(1)	Long-Term Incentive Compensation Plan of HII (effective as of January 1, 1989)	Form 10-Q for the quarter ended June 30, 1989	1-7629	10(c)
*10(k)(2)	First Amendment to Exhibit 10(k)(1) (effective as of January 1, 1990)	Form 10-K for the year ended December 31, 1989	1-7629	10(f)(2)
*10(k)(3)	Second Amendment to Exhibit 10(k)(1) (effective as of December 22, 1992)	Form 10-K for the year ended December 31, 1992	1-7629	10(k)(3)
*10(l)	Form of stock option agreement for nonqualified stock options granted under HII's 1989 Long-Term Incentive Compensation Plan	Form 10-Q for the quarter ended March 31, 1992	1-7629	10(h)
*10(m)	Form of restricted stock agreement for restricted stock granted under HII's 1989 Long-Term Incentive Compensation Plan	Form 10-Q for the quarter ended March 31, 1992.	1-7629	10(i)
*10(n)(1)	1994 Long-Term Incentive Compensation Plan of HII (effective as of January 1, 1994)	Form 10-K for the year ended December 31, 1993	1-7629	10(n)(1)
*10(n)(2)	Form of Stock Option Agreement for Nonqualified Stock Options Granted under HII's 1994 Long-Term Incentive Compensation Plan	Form 10-K for the year ended December 31, 1993	1-7629	10(n)(2)
*10(o)(1)	Savings Restoration Plan of HII (effective as of January 1, 1991)	Form 10-K for the year ended December 31, 1990	1-7629	10(f)
*10(o)(2)	First Amendment to Exhibit 10(o)(1) (effective as of January 1, 1992)	Form 10-K for the year ended December 31, 1991	1-7629	10(l)(2)
*10(p)	Director Benefits Plan, effective as of January 1, 1992	Form 10-K for the year ended December 31, 1991	1-7629	10(m)

EXHIBIT NO.	DESCRIPTION	REPORT OR REGISTRATION STATEMENT	SEC FILE OR REGISTRATION NUMBER	EXHIBIT REFERENCE
*10(q)(1)	Executive Life Insurance Plan of HII (effective as of January 1, 1994)	Form 10-K for the year ended December 31, 1993	1-7629	10(q)
*10(q)(2)	First Amendment to Exhibit 10(q) (effective as of January 1, 1994)	Form 10-Q for the quarter ended June 30, 1995	1-7629	10(e)
*10(r)	Employment and Supplemental Benefits Agreement between HL&P and Hugh Rice Kelly	Form 10-Q for the quarter ended March 31, 1987	1-7629	10(f)
*10(s)(1)	Houston Industries Incorporated Savings Trust (As Amended and Restated Effective July 1, 1995)	Form 10-K for the year ended December 31, 1995	1-7629	10(s)(4)
*10(s)(2)	Note Purchase Agreement between HII and the ESOP Trustee, dated as of October 5, 1990	Form 10-K for the year ended December 31, 1990	1-7629	10(j)(3)
*10(t)	Agreement dated June 6, 1994 between HII and Don D. Jordan	HII's Form 10-Q for the quarter ended June 30, 1994	1-7629	10(a)
*10(u)	Agreement dated June 6, 1994 between HII and Don D. Sykora	HII's Form 10-Q for the quarter ended June 30, 1994	1-7629	10(b)
*10(v)	Letter Agreement between HII and Jack Trotter	HII's Form 10-K for the year ended December 31, 1994	1-7629	10(v)
*10(w)	Employment Agreement dated April 5, 1993 between HL&P and William T. Cottle	Form 10-K for the year ended December 31, 1994	1-3187	10(t)
*10(x)(1)	Stockholder's Agreement dated as of July 6, 1995 between HII and Time Warner Inc.	Schedule 13-D dated July 6, 1995	5-19351	2
*10(x)(2)	Registration Rights Agreement dated as of July 6, 1995 between HII and Time Warner Inc.	Schedule 13-D dated July 6, 1995	5-19351	3
10(x)(3)	Amendment to Exhibits 10(x)(1) and 10(x)(2) dated November 18, 1996	HII's Form 10-K dated March 20, 1997	1-7629	10(x)(3)
*10(x)(4)	Certificate of Voting Powers, Designations, Preferences and Relative Participating, Optional or Other Special Rights, and Qualifications, Limitations or Restrictions Thereof of Series D Convertible Preferred Stock of Time Warner Inc.	Schedule 13-D dated July 6, 1995	5-19351	4

EXHIBIT NO.	DESCRIPTION	REPORT OR REGISTRATION STATEMENT	SEC FILE OR REGISTRATION NUMBER	EXHIBIT REFERENCE
*10(y)	Houston Industries Incorporated Executive Deferred Compensation Trust, effective as of December 19, 1995	HII's Form 10-K for the year ended December 31, 1995	1-7629	10(7)
*10(z)	Agreement dated June 14, 1991 between HII and David M. McClanahan	HII's Form 10-K for the year ended December 31, 1995	1-7629	10(aa)
*10(aa)	Supplemental Pension Agreement dated July 17, 1996, between HII and Lee W. Hogan	Registration Statement on Form S-4	333-11329	10(aa)
*10(bb)	Consulting Agreement dated January 14, 1997, between HII and Milton Carroll	HII's Form 10-K dated March 20, 1997	1-7629	10(bb)
*10(cc)	Employment Agreement dated February 25, 1997, between HII and Don D. Jordan	HII's Form 10-K dated March 20, 1997	1-7629	10(cc)
*10(dd)	Employment Agreement dated September 16, 1996 between HL&P and Charles R. Crisp	HL&P's Form 10-Q for the quarter ended September 30, 1996	1-3187	10
*10(ee)	Deferred Stock Appreciation Agreement	NorAm's Form 10-K for the year ended December 31, 1988	1-3751	10.2
*10(ff)	Deferred Stock Appreciation Agreement	NorAm's Form 10-K for the year ended December 31, 1988	1-3751	10.3
*10(gg)	Executive Supplemental Medical Plan	NorAm's Proxy Statement, Annual Meeting of Stockholders, dated May 12, 1987	1-3751	Page 13
*10(hh)	1982 Nonqualified Stock Option Plan with Appreciation Rights	NorAm's Form S-8 dated July 1, 1983	2-84830	
*10(ii)	Nonqualified Executive Disability Income Plan	NorAm's Form 10-K for the year ended December 31, 1988	1-3751	10.6
*10(jj)	Nonqualified Unfunded Executive Supplemental Income Retirement Plan	NorAm's Form 10-K for the year ended December 31, 1988	1-3751	
*10(kk)	Unfunded Nonqualified Retirement Income Plan	NorAm's Form 10-K for the year ended December 31, 1985	1-3751	10.10
*10(ll)	Annual Incentive Award Plan	As maintained in the files of the Commission	1-3751	
*10(mm)	Long-Term Incentive Compensation Plan	NorAm's Form S-8 dated December 12, 1986	33-10806	

EXHIBIT NO.	DESCRIPTION	REPORT OR REGISTRATION STATEMENT	SEC FILE OR REGISTRATION NUMBER	EXHIBIT REFERENCE
*10(nn)	Service Agreement, by and between Mississippi River Transmission Corporation and Laclede Gas Company, dated August 22, 1989	NorAm's Form 10-K for the year ended December 31, 1989	1-3751	10.20
*10(oo)	Agreement and Plan of Merger, dated as of July 1990, between NorAm Energy Corp., Diversified Energies, Inc. and Minnegasco, Inc.	NorAm's Registration Statement on Form S-4	33-27428	A
*10(pp)	Incentive Equity Plan	NorAm's Proxy Statement, Annual Meeting of Stockholders, dated May 10, 1994	1-3751	Appendix B
*10(qq)	Non-Employee Director Restricted Stock Plan	NorAm's Proxy Statement, Annual Meeting of Stockholders, dated May 10, 1994	1-3751	Appendix D
*10(rr)	Severance Agreement for each of the Chief Executive Officers and the four most highly compensated executive officers of NorAm (T. Milton Honea, Charles M. Oglesby, Michael B. Bracy, William A. Kellstrom, Hubert Gentry, Jr.) and for 10 other executive officers of NorAm	NorAm's Form 10-Q for the quarter ended June 30, 1996	1-3751	99.2
21	Subsidiaries of Houston			

SIGNATURE

Pursuant to the requirements of Section 12 of the Securities Exchange Act of 1934, the Registrant has duly caused this application for registration (or registration statement) to be signed on its behalf by the undersigned, thereunto duly authorized.

HOUSTON INDUSTRIES INCORPORATED

Date: August 20, 1997

By: /s/ Rufus S. Scott

Rufus S. Scott
Vice President, Deputy General Counsel
and Assistant Corporate Secretary

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SUBSIDIARIES OF HOUSTON

Since the closing date of the Succession Transaction, Houston Industries Incorporated, a Texas corporation, has conducted its electric utility business as Houston Lighting & Power Company.

SIGNIFICANT SUBSIDIARIES:

- 1) NorAm Energy Corp., a Delaware corporation
Doing business as:
Arkla
Entex
Minnegasco
- 2) NorAm Gas Transmission Company, a Delaware corporation