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**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION**  
Washington, D.C. 20549

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**FORM 8-K**

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**CURRENT REPORT**  
Pursuant to Section 13 or 15(d) of  
the Securities Exchange Act of 1934

**Date of Report (Date of earliest event reported): February 26, 2014**

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**CENTERPOINT ENERGY, INC.**

(Exact name of registrant as specified in its charter)

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**Texas**  
(State or other jurisdiction  
of incorporation)

**1-31447**  
(Commission  
File Number)

**74-0694415**  
(IRS Employer  
Identification No.)

**1111 Louisiana  
Houston, Texas**  
(Address of principal executive offices)

**77002**  
(Zip Code)

**Registrant's telephone number, including area code: (713) 207-1111**

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Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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ITEM 7.01. REGULATION FD DISCLOSURE.

On February 26, 2014, CenterPoint Energy, Inc. ("CenterPoint Energy") reported fourth quarter and full year 2013 earnings. For additional information regarding CenterPoint Energy's 2013 earnings, please refer to the supplemental materials which are being posted on CenterPoint Energy's website and are attached to this report as Exhibit 99.1 (the "Supplemental Materials"), which Supplemental Materials are incorporated by reference herein. The information in the Supplemental Materials is being furnished, not filed, pursuant to Regulation FD. Accordingly, the information in the Supplemental Materials will not be incorporated by reference into any registration statement filed by CenterPoint Energy under the Securities Act of 1933, as amended, unless specifically identified therein as being incorporated therein by reference.

ITEM 9.01. FINANCIAL STATEMENTS AND EXHIBITS.

The exhibit listed below is furnished pursuant to Item 7.01 of this Form 8-K.

(d) Exhibit.

99.1 Supplemental Materials regarding CenterPoint Energy, Inc.'s 2013 earnings.

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

CENTERPOINT ENERGY, INC.

Date: February 26, 2014

By: /s/ Christopher J. Arntzen  
Christopher J. Arntzen  
Vice President, Deputy General Counsel and Assistant Corporate Secretary

EXHIBIT INDEX

**EXHIBIT  
NUMBER**

**EXHIBIT DESCRIPTION**

99.1 Supplemental Materials regarding CenterPoint Energy, Inc.'s 2013 earnings.



## The Benefits of a Diversified Electric & Natural Gas Portfolio

**Full Year 2013 Earnings**  
Supplemental Materials  
February 26, 2014

NYSE: CNP  
CenterPointEnergy.com

CREATING AN **INTELLIGENT** FUTURE, TODAY



# Cautionary Statement Regarding Forward-Looking Information



This presentation contains statements concerning our expectations, beliefs, plans, objectives, goals, strategies, future events or performance and underlying assumptions and other statements that are not historical facts. These statements are “forward-looking statements” within the meaning of the Private Securities Litigation Reform Act of 1995. Actual results may differ materially from those expressed or implied by these statements. You can generally identify our forward-looking statements by the words “anticipate,” “believe,” “continue,” “could,” “estimate,” “expect,” “forecast,” “goal,” “intend,” “may,” “objective,” “plan,” “potential,” “predict,” “projection,” “should,” “will,” or other similar words.

We have based our forward-looking statements on our management's beliefs and assumptions based on information currently available to our management at the time the statements are made. We caution you that assumptions, beliefs, expectations, intentions, and projections about future events may and often do vary materially from actual results. Therefore, we cannot assure you that actual results will not differ materially from those expressed or implied by our forward-looking statements.

Some of the factors that could cause actual results to differ from those expressed or implied by our forward-looking statements include the timing and impact of future regulatory, legislative and IRS decisions, financial market conditions, future market conditions, and other factors described in CenterPoint Energy, Inc.'s Form 10-K for the period ended December 31, 2013, under “Risk Factors” and “Management’s Discussion and Analysis of Financial Condition and Results of Operations - Certain Factors Affecting Future Earnings”, and in other filings with the SEC by CenterPoint Energy.

You should not place undue reliance on forward-looking statements. Each forward-looking statement speaks only as of the date of this presentation, and we undertake no obligation to publicly update or revise any forward-looking statements except as required by law.

- Scott M. Prochazka named President and CEO
- Total shareholder return of 24.7% compared to S&P 500 Utility Index of 13.2%
- Strong financial and operational performances from our utility businesses
  - Sustained strong economic activity with the addition of approximately 45,000 customers and continued 3<sup>rd</sup> party interest in access to our transmission rights-of-way for our electric utility
  - Rate changes and cost management efforts led to one of the strongest overall performances for our natural gas utilities
  - Invested nearly \$1.2 billion in our utility operations, up 22 percent from 2012, to address increasing demands associated with system safety, reliability, growth and ongoing maintenance
- Formed Enable Midstream Partners with contribution of Interstate Pipelines and Field Services businesses
  - On-going ownership interest in Enable Midstream is expected to provide attractive investment returns and cash flows
- Consolidated external debt reduction of approximately \$1 billion resulting in savings of approximately \$71 million of annualized interest expense, excluding securitization bonds
- Increased dividend 14.5% in January 2014, resulting in 9 consecutive years of dividend growth

# 2013 Financial Results

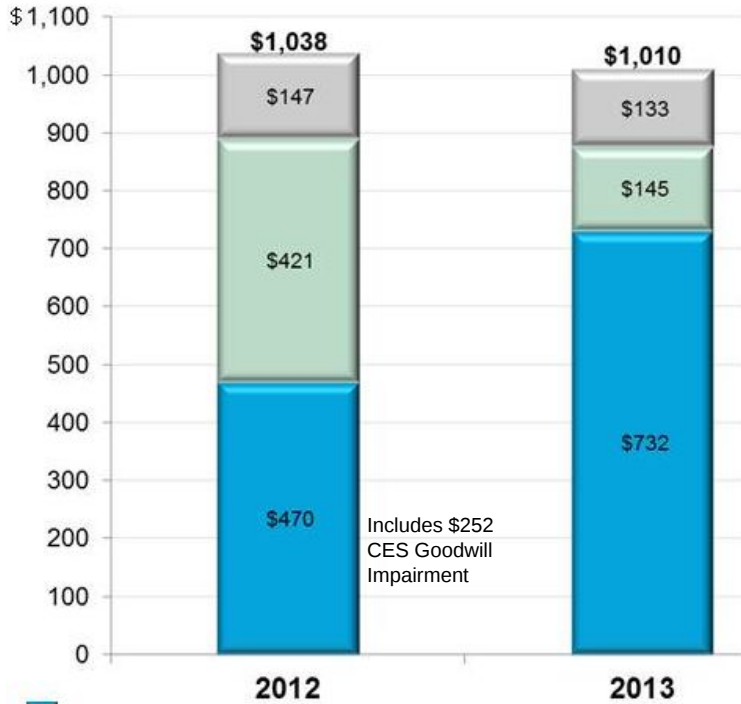
Midstream Operating Income moved to Equity Income on May 1, 2013



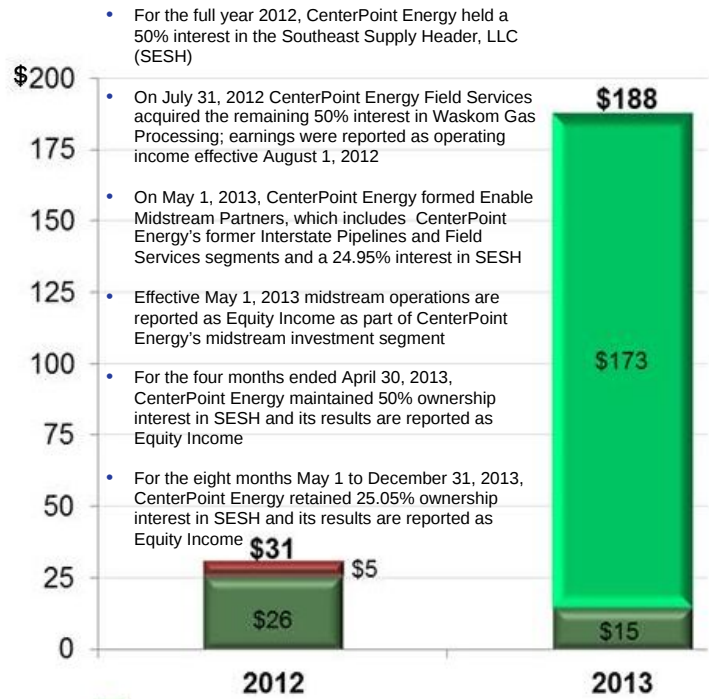
(\$, millions)

As reported, 12 months ended December 31

## Operating Income



## Equity Income



- For the full year 2012, CenterPoint Energy held a 50% interest in the Southeast Supply Header, LLC (SESH)
- On July 31, 2012 CenterPoint Energy Field Services acquired the remaining 50% interest in Waskom Gas Processing; earnings were reported as operating income effective August 1, 2012
- On May 1, 2013, CenterPoint Energy formed Enable Midstream Partners, which includes CenterPoint Energy's former Interstate Pipelines and Field Services segments and a 24.95% interest in SESH
- Effective May 1, 2013 midstream operations are reported as Equity Income as part of CenterPoint Energy's midstream investment segment
- For the four months ended April 30, 2013, CenterPoint Energy maintained 50% ownership interest in SESH and its results are reported as Equity Income
- For the eight months May 1 to December 31, 2013, CenterPoint Energy retained 25.05% ownership interest in SESH and its results are reported as Equity Income

- CEHE, Gas Operations, CES and Other Op Income
- Field Services, Interstate Pipelines Op Income
- Transition & Restoration Bond Company Op Income

- South East Supply Header, LLC
- Enable Midstream Partners, LLC
- Waskom Gas Processing Company

February 26, 2014

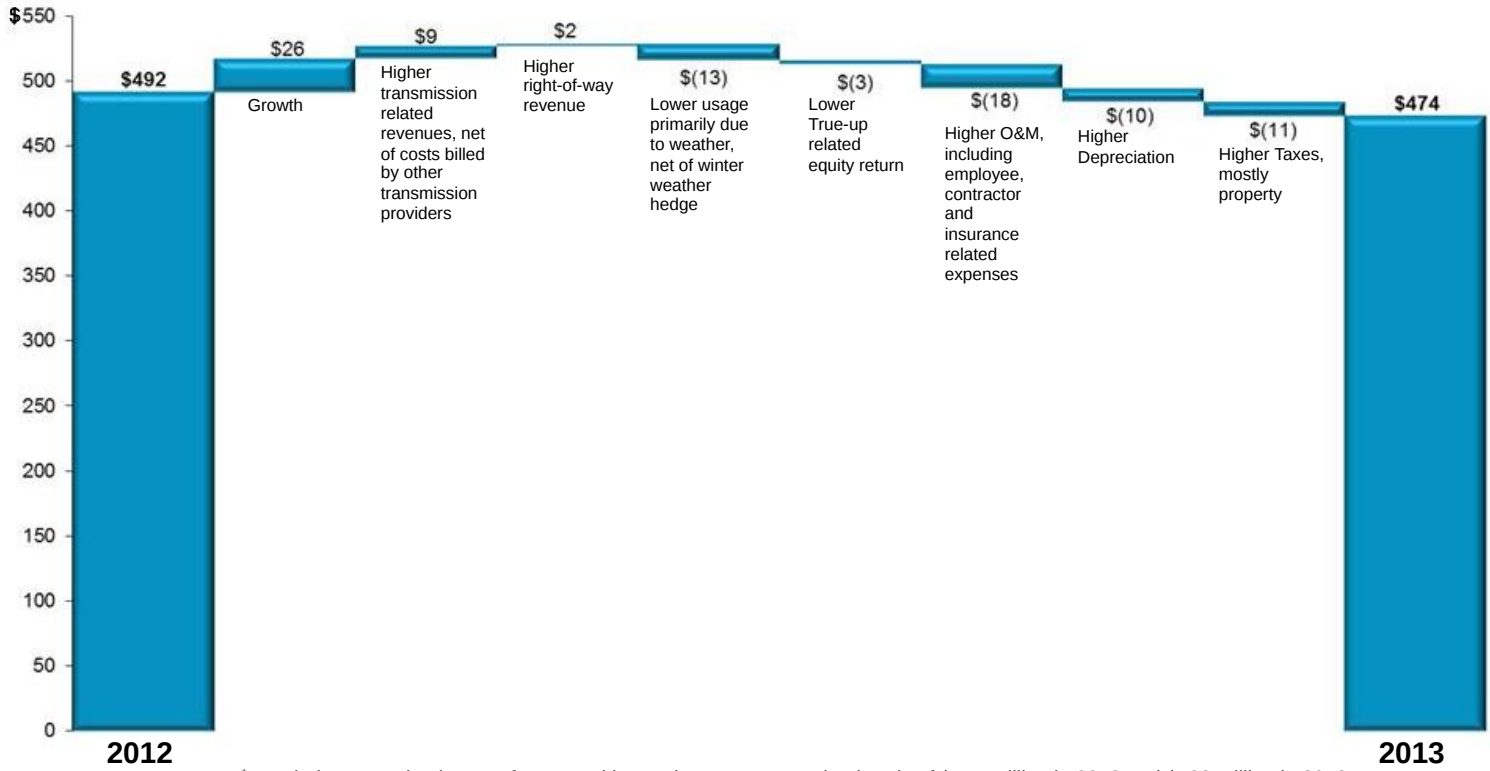
Year End 2013 Supplemental Materials



# Electric Transmission & Distribution Utility 2013 Operating Income Drivers

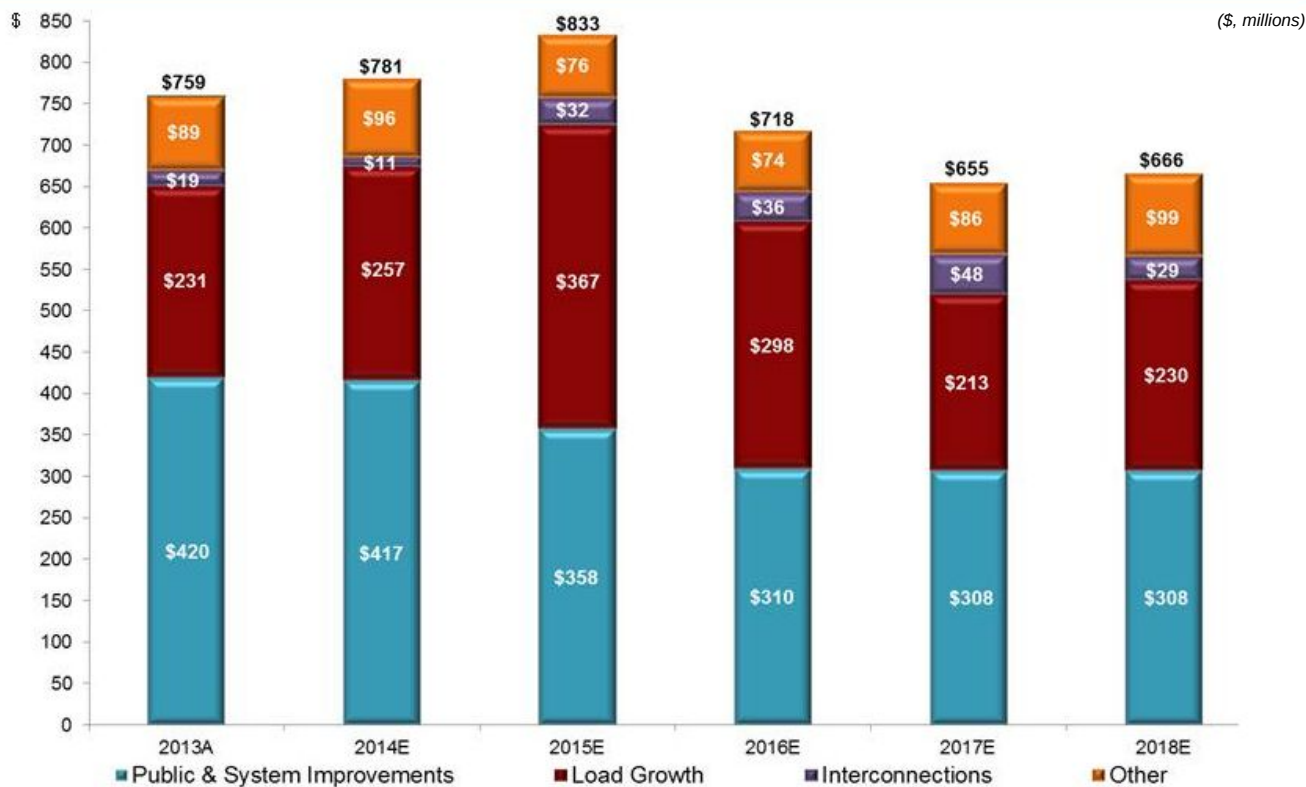


(\$, millions)



\* Excludes operating income from transition and system restoration bonds of \$147 million in 2012 and \$133 million in 2013

# Electric Transmission & Distribution Utility Capital Expenditures Expectations



	2013A	2014E	2015E	2016E	2017E	2018E
Transmission	45%	34%	42%	37%	29%	28%
Distribution	49%	61%	55%	60%	66%	67%

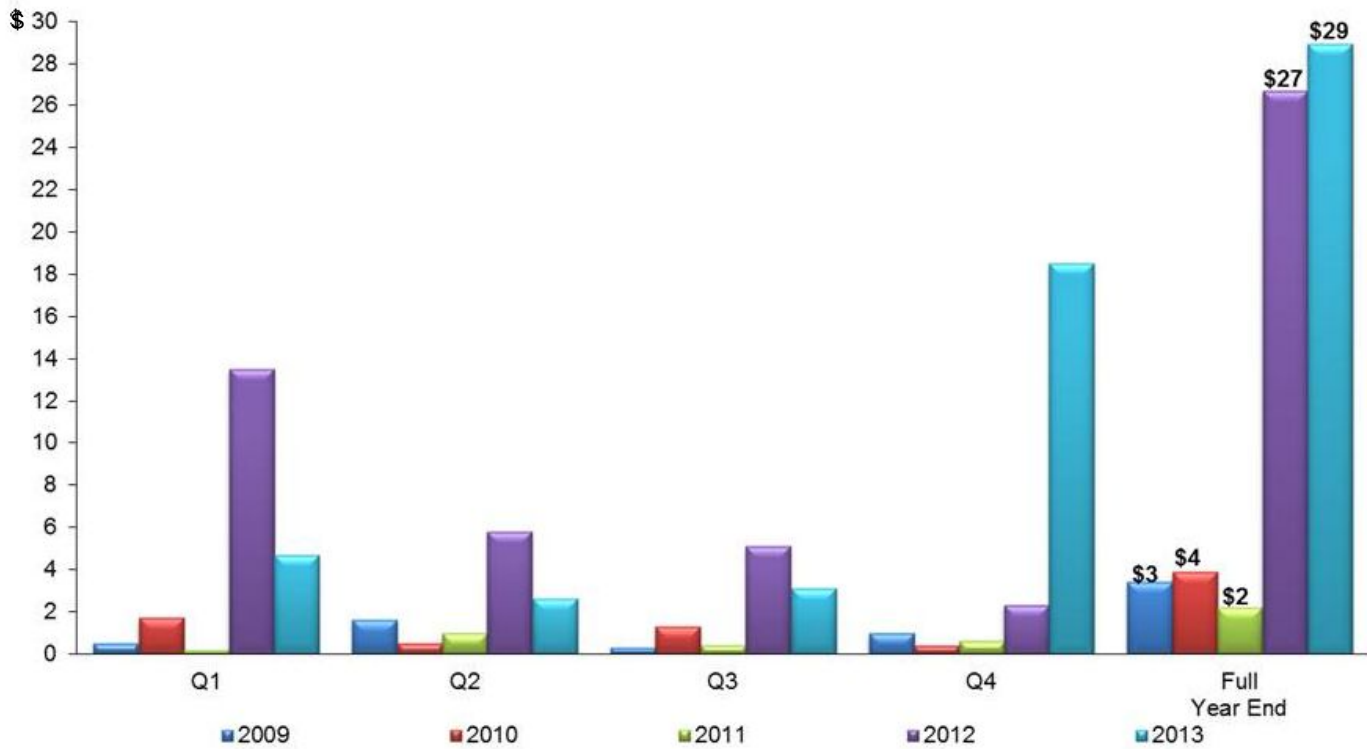
February 26, 2014

Year End 2013 Supplemental Materials

# Electric Transmission & Distribution Utility Rights-of-Way Revenue



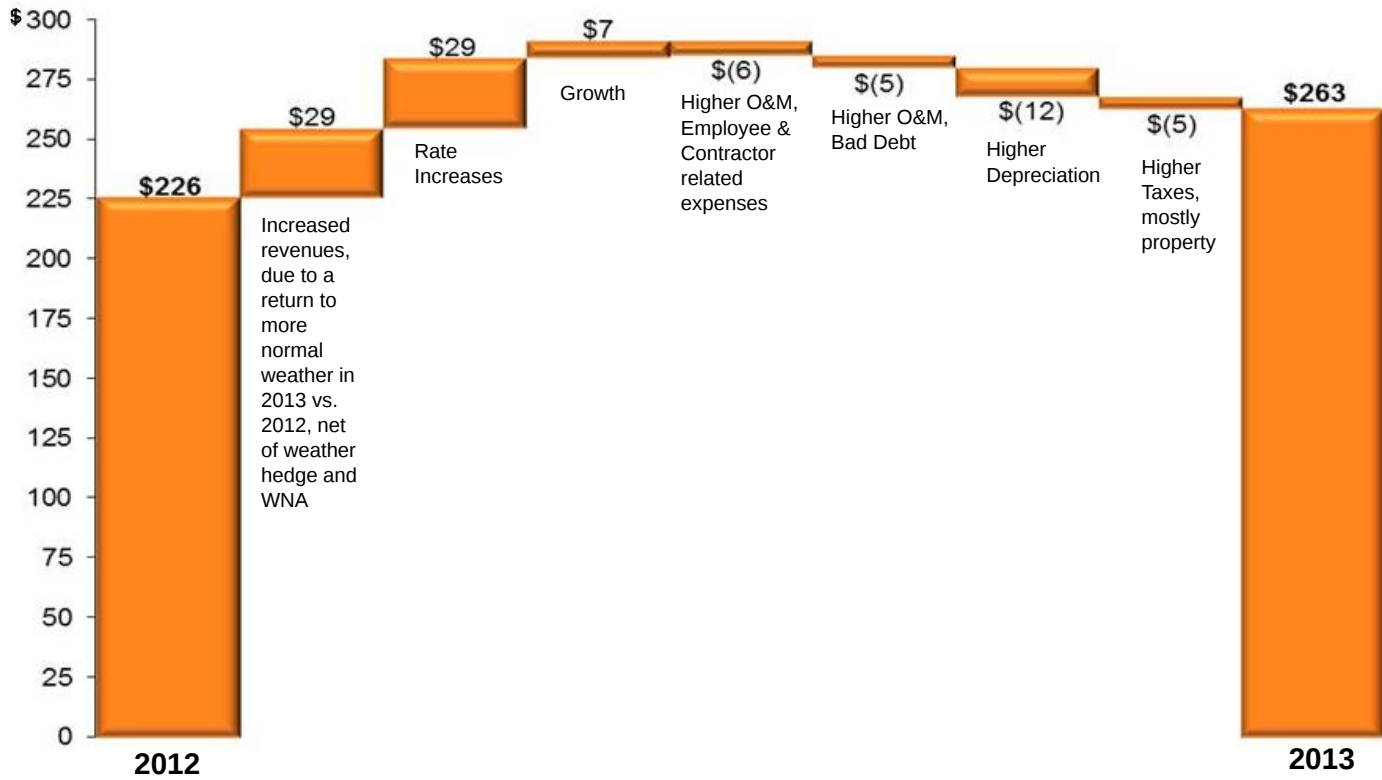
(\$, millions)



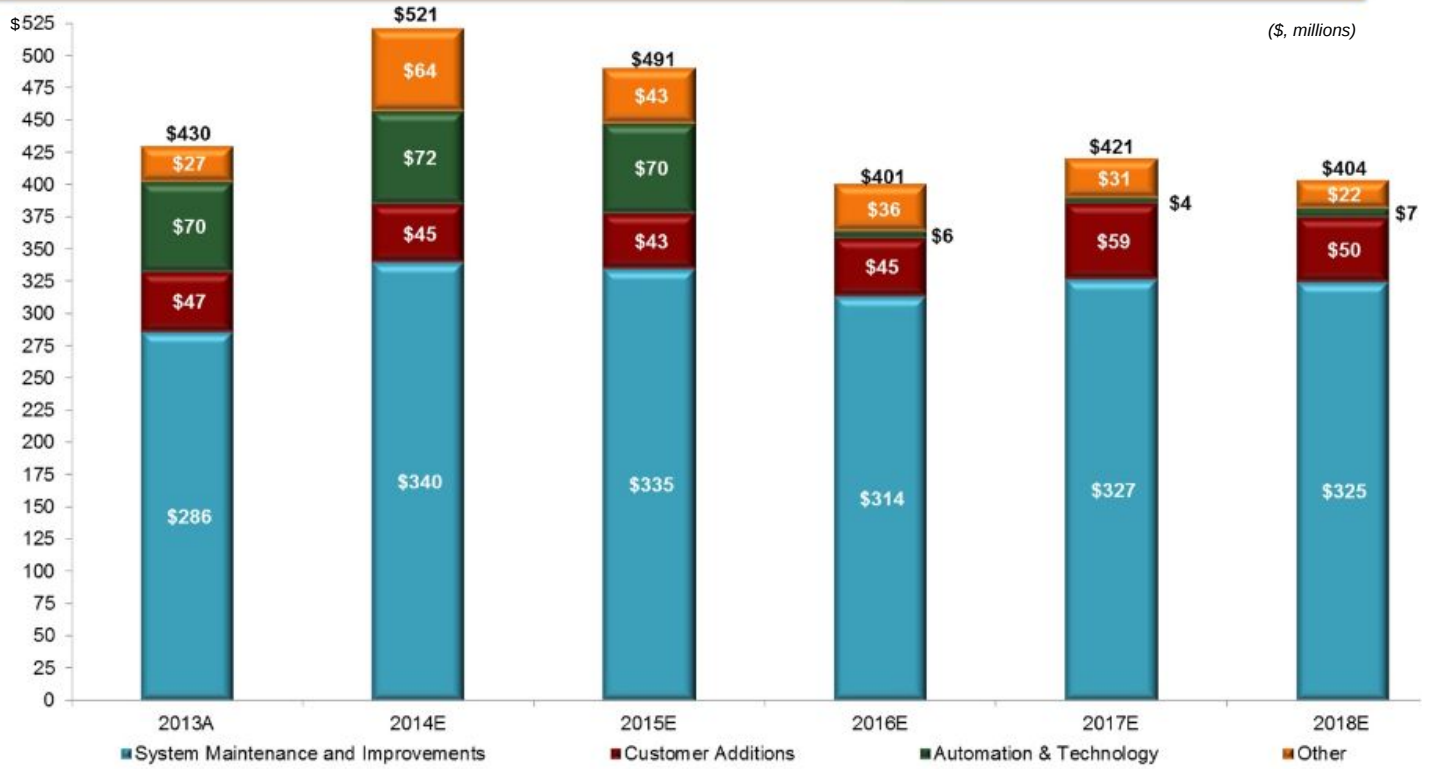
# Natural Gas Utilities 2013 Operating Income Drivers



(\$, millions)



# Natural Gas Utilities Capital Expenditures Expectations



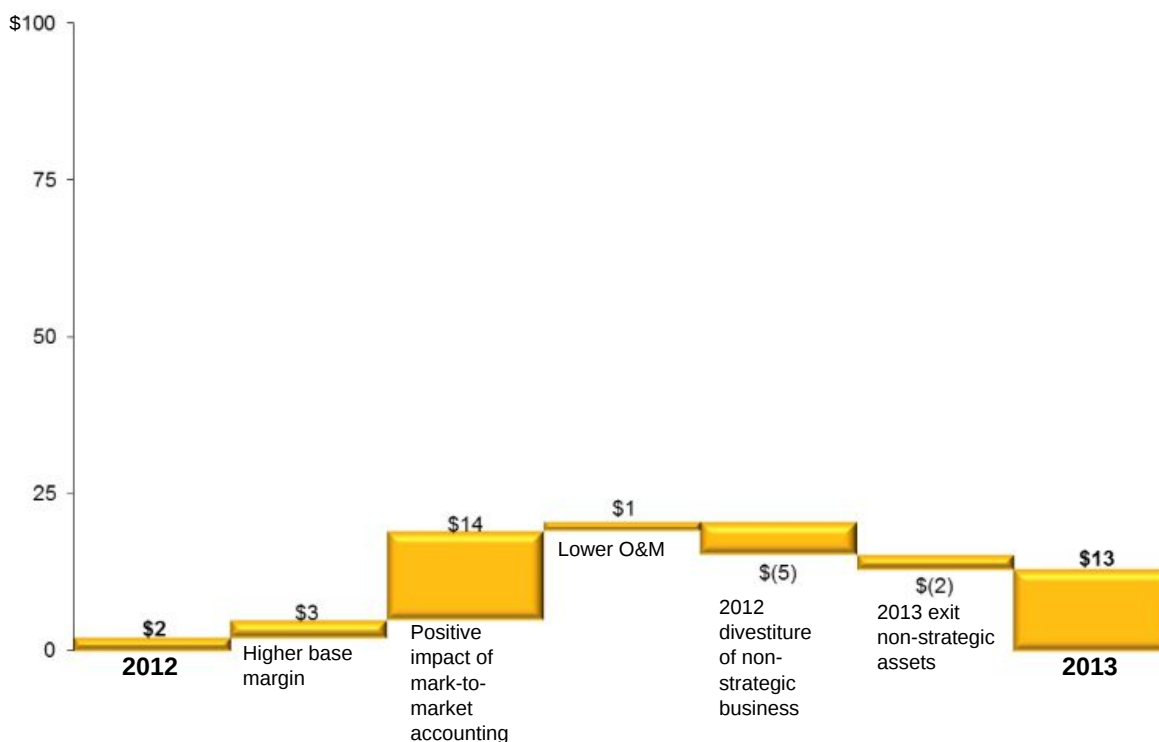
Capital Recovery Method	2013A	2014E	2015E	2016E	2017E	2018E
Annual Mechanisms	48%	45%	50%	32%	51%	53%
Rate Cases	52%	55%	50%	68%	49%	47%

Note: Annual mechanisms reduce the recovery lag time versus traditional rate cases.

# CenterPoint Energy Services 2013 Operating Income Drivers



(\$, millions)



\* Excludes 2012's \$252 Goodwill Impairment Charge

	2013	2012
Mark-to-Market Accounting	\$(2)	\$(16)
Goodwill Impairment Charge	\$0	\$252

# Debt and Capitalization Ratio

## Excluding transition and system restoration bonds



(\$, millions)

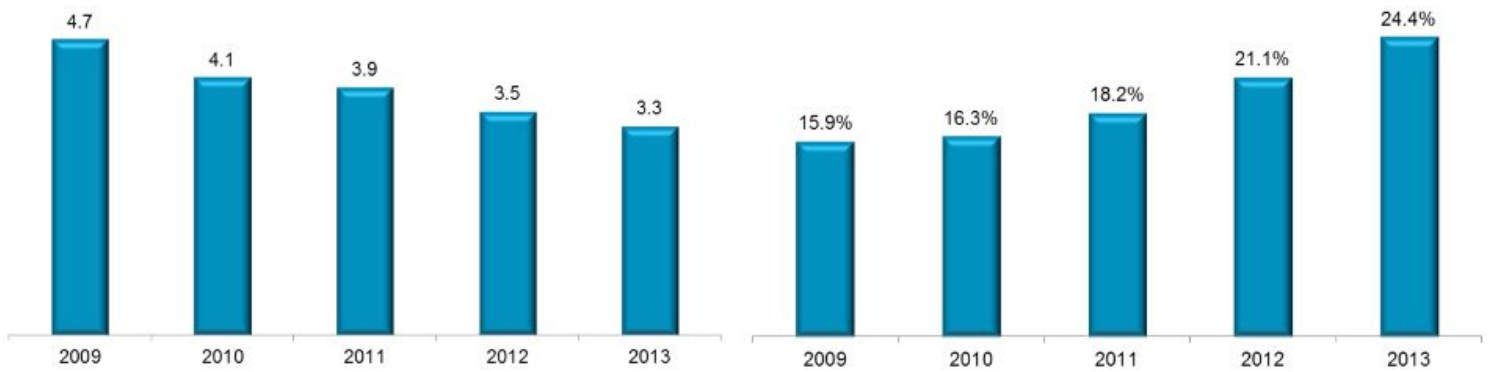
	<u>December 31, 2013</u>	<u>December 31, 2012</u>
Short-term Debt:		
Short-term borrowings	\$ 43	\$ 38
Current portion of transition and system restoration bonds*	354	447
Indexed debt (ZENS)**	143	138
Current portion of other long-term debt	-	815
Long-term Debt:		
Transition and system restoration bonds*	3,046	3,400
Other	4,771	4,957
Total Debt	<u>\$ 8,357</u>	<u>\$ 9,795</u>
Less: Transition and system restoration bonds (including current portion)*	<u>3,400</u>	<u>3,847</u>
Total Debt, excluding transition and system restoration bonds	<u>\$ 4,957</u>	<u>\$ 5,948</u>
Total Shareholders' Equity	<u>\$ 4,329</u>	<u>\$ 4,301</u>
Total Capitalization, excluding transition and system restoration bonds	<u>\$ 9,286</u>	<u>\$ 10,249</u>
<b>Total Debt/Total Capitalization, excluding transition and system restoration bonds</b>	<b>53.4%</b>	<b>58.0%</b>

\* The transition and system restoration bonds are non-recourse to CenterPoint Energy and CenterPoint Energy Houston Electric and are serviced through collections of separate charges which are held in trust.

\*\* The debt component reflected on the financial statements was \$138 million as of December 31, 2012, and \$143 million as of December 31, 2013. The principal amount on which 2% interest is paid was \$840 million as of December 31, 2012, and \$828 million as of December 31, 2013. The contingent principal amount was \$784 million as of December 31, 2012, and \$763 million as of December 31, 2013.

## Total Debt / EBITDA\*

## FFO / Total Debt\*



\* Calculated per the company's interpretation of S&P's revised methodology. In 2013, S&P revised their methodology. S&P's calculations may vary.

## Credit Ratings

	Moody's		S&P		Fitch	
	Rating	Outlook <sup>a</sup>	Rating	Outlook <sup>b</sup>	Rating	Outlook <sup>c</sup>
CenterPoint Energy (Senior Unsecured)	Baa1	Stable	BBB+	Stable	BBB	Stable
CEHE (Senior Secured) <sup>(1)</sup>	A1	Stable	A	Stable	A	Stable
CERC (Senior Unsecured)	Baa2	Stable	A-	Stable	BBB	Stable

(1) General mortgage bonds and first mortgage bonds.

(a) Moody's rating outlook is an opinion regarding the likely direction of a rating over the medium term.

(b) S&P rating outlook assesses the potential direction of a long-term credit rating over the intermediate to longer term.

(c) Fitch rating outlook encompasses a one- to two-year horizon as to the likely ratings direction.



## Available Liquidity (\$MM)

<b>Bank Facilities</b>	Type	Size	Amount Utilized at 2/14/2014	Amount Unutilized at 2/14/2014
CenterPoint Energy	Revolver	\$ 1,200	\$ 6	\$ 1,194
CEHE	Revolver	\$ 300	\$ 4	\$ 296
CERC	Revolver	\$ 600	\$ -	\$ 600
<b>Total Facilities</b>		<b>\$ 2,100</b>	<b>\$ 10</b>	<b>\$ 2,090</b>
<b>Temporary Investments</b>				
Investments in Money Market Funds				\$ 104
<b>Total Available Liquidity</b>				<b>\$ 2,194</b>

# Estimated Amortization for Pre-Tax Equity Earnings

## Associated with the Recovery of Certain Qualified Cost and Storm Restoration Costs



As of December 31, 2013

	TBC II	TBC III	TBC IV	SRBC	Total	
Actual	2005	\$ 213,804	\$ -	\$ -	\$ -	\$ 213,804
	2006	6,644,004	-	-	-	6,644,004
	2007	7,140,194	-	-	-	7,140,194
	2008	6,673,765	4,743,048	-	-	11,416,813
	2009	7,279,677	6,074,697	-	95,841	13,450,215
	2010	9,071,326	5,745,580	-	2,657,384	17,474,290
	2011	9,902,590	6,994,650	-	2,840,737	19,737,977
	2012	9,717,059	6,837,290	27,873,514	2,473,992	46,901,855
	2013	10,383,183	7,251,470	24,082,419	2,235,567	43,952,639
	Projected	2014	10,181,329	8,086,631	29,318,866	2,651,149
2015		11,664,668	8,347,851	28,800,136	2,689,677	51,502,332
2016		12,552,207	8,915,234	29,613,821	2,823,299	53,904,562
2017		13,492,992	9,551,669	30,264,175	2,972,822	56,281,657
2018		14,500,296	10,257,427	31,182,774	3,143,769	59,084,265
2019		8,232,954	10,607,493	32,235,549	3,339,656	54,415,652
2020		-	922,924	33,302,867	3,534,938	37,760,730
2021		-	-	34,551,734	3,733,470	38,285,204
2022		-	-	35,917,932	2,262,251	38,180,183
2023		-	-	37,343,525	-	37,343,525
2024	-	-	30,297,799	-	30,297,799	
	<u>\$ 137,650,048</u>	<u>\$ 94,335,964</u>	<u>\$ 404,785,110</u>	<u>\$ 37,454,553</u>	<u>\$ 674,225,675</u>	

The return associated with the equity earnings was predetermined at the time of the recovery authorization. Thus, it is not a measure of the business's operating performance.

The table provides

- 1) the pre-tax equity return recognized by CenterPoint Energy, Inc. (CenterPoint Energy) during each of the years 2005 through 2013 related to CenterPoint Energy Houston Electric, LLC's (CEHE) recovery of certain qualified costs or storm restoration costs, as applicable, pursuant to the past issuance of transition bonds by CenterPoint Energy Transition Bond Company II, LLC (Transition BondCo II) and CenterPoint Energy Transition Bond Company III, LLC (Transition BondCo III) or CenterPoint Energy Transition Bond Company IV, LLC (Transition BondCo IV) or system restoration bonds by CenterPoint Energy Restoration Bond Company, LLC (System Restoration BondCo), as applicable and
- 2) the estimated pre-tax equity return currently expected to be recognized in each of the years 2014 through 2024 related to CEHE's recovery of certain qualified costs or storm restoration costs, as applicable, pursuant to the past issuance of transition bonds by Transition BondCo II, Transition BondCo III or Transition BondCo IV or system restoration bonds by System Restoration BondCo, as applicable.

The amounts reflected for 2014 through 2024 are based on CenterPoint Energy's estimates as of December 31, 2013. However, the equity returns to be recognized in future periods with respect to each series of transition or system restoration bonds, as applicable, will be periodically subject to adjustment based on tariff adjustments for any overcollections or undercollections of transition charges or system restoration charges, as applicable. The equity return amounts reflected in the table are reported in the financial statements of CenterPoint Energy and CenterPoint Energy Houston Electric as revenues from electric transmission and distribution utility.