FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington,	D.C.	20549

Check this box if no longer subject to
Section 16. Form 4 or Form 5
obligations may continue. See
Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL OMB Number: Estimated average burden hours per response: 0.5

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* <u>STANDISH THOMAS R</u>													(Check all a		licable) tor	10%	Owner	
(Last) (First) (Middle) 1111 LOUISIANA					3. Date of Earliest Transaction (Month/Day/Year) 02/20/2009										below)		Other (specify below) Group Pres	
				4. If	4. If Amendment, Date of Original Filed (Month/Day/Year)									Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting Person				
	Tab	le I - No	n-Deriv	ative	Se	curiti	es Ac	quired	, Dis	posed o	f, or	Bene	eficia	ally O	wne	ed		
1. Title of Security (Instr. 3)		2. Transaction Date (Month/Day/Year)		r) E	2A. Deemed Execution Date, if any (Month/Day/Year)		3. Transaction Code (Instr. 8)						4 and 5) S B		ties cially I Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership	
							Code	v	V Amount		or	Price		Transaction(s) (Instr. 3 and 4)			(Instr. 4)	
Common Stock			02/20	02/20/2009						2,606(1)	D .	\$11.855		105,219		D	
Common Stock														2	0,915	I	By Savings Plan ⁽²⁾	
ommon Stock														13,321		I	By Estate ⁽³⁾	
Common Stock														1,450		I	By Spouse ⁽³⁾	
	Та													y Owi	ned			
2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	Execution Date, Tra		Transa Code (5. Number of		Expirati (Month/	on Da	e Amount of Securities Underlying Derivative Security (Instrand 4) Amou or Numb		ount	Derivativ Security (Instr. 5)		derivative Securities Beneficially Owned Following Reported	Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)		
	(Find UISIANA) ON TO (St. Stock) Stock Stock Stock Stock Stock 2. Conversion or Exercise Price of Derivative	(First) (UISIANA ON TX (State) (Table Security (Instr. 3) Stock Stock Stock 2. Conversion or Exercise Price of Derivative (Month/Day/Year)	(First) (Middle) UISIANA ON TX 77002 (State) (Zip) Table I - No Security (Instr. 3) Stock Stock Stock Table II - 2. Conversion or Exercise Price of Derivative (Month/Day/Year) Price of Derivative (Month/Day/Year)	(First) (Middle) UISIANA ON TX 77002 (State) (Zip) Table I - Non-Derive (Month/Derive) Security (Instr. 3) Stock Stock Table II - Derivate (e.g., point of Exercise Price of Derivative) (Month/Day/Year) 3. Transaction Date (Month/Day/Year) (Month/Day/Year)	(First) (Middle) (ISIANA (First) (Middle) (ISIANA (State) (Zip) Table I - Non-Derivative (Month/Day/Year) Stock Table II - Derivative S (e.g., puts, of Conversion or Exercise Price of Derivative (Month/Day/Year) 2. Transaction Date (Month/Day/Year) 3. C 3. C 3. C 3. C 3. C 3. C 3. 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Explanation of Responses:

- 1. Shares withheld for taxes upon vesting of the stock award with a performance goal granted in 2006 (grant reported on Form 4 dated January 23, 2009).
- 2. Equivalent Shares held in CenterPoint Energy, Inc. Savings Plan as of 02/01/2009.
- 3. The filing of this Form 4 shall not be deemed an admission that Mr. Standish is, for purposes of Section 16 of the Securities Exchange Act of 1934, as amended, the beneficial owner of such equity securities.

Remarks:

02/23/2009 Thomas R. Standish

** Signature of Reporting Person Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

- * If the form is filed by more than one reporting person, see Instruction 4 (b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.