

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

**FORM 8-K**

**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 29, 2012**

**CENTERPOINT ENERGY, INC.**

(Exact name of registrant as specified in its charter)

**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**

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))

ITEM 2.02. RESULTS OF OPERATIONS AND FINANCIAL CONDITION.

On February 29, 2012, CenterPoint Energy, Inc. ("CenterPoint Energy") reported fourth quarter and full year 2011 earnings. For additional information regarding CenterPoint Energy's fourth quarter and full year 2011 earnings, please refer to CenterPoint Energy's press release attached to this report as Exhibit 99.1 (the "Press Release") and the supplemental materials which are being posted on CenterPoint Energy's website and are attached to this report as Exhibit 99.2 (the "Supplemental Materials"), which Press Release and Supplemental Materials are incorporated by reference herein. The information in the Press Release and Supplemental Materials is being furnished, not filed, pursuant to Item 2.02. Accordingly, the information in the Press Release and 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 exhibits listed below are furnished pursuant to Item 2.02 of this Form 8-K.

- (d) Exhibits.
- 99.1 Press Release issued February 29, 2012 regarding CenterPoint Energy, Inc.'s fourth quarter and full year 2011 earnings.
- 99.2 Supplemental Materials regarding CenterPoint Energy, Inc.'s fourth quarter and full year 2011 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 29, 2012

By: /s/ Walter L. Fitzgerald  
Walter L. Fitzgerald  
Senior Vice President and  
Chief Accounting Officer

EXHIBIT INDEX

**EXHIBIT  
NUMBER**

**EXHIBIT DESCRIPTION**

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99.1	Press Release issued February 29, 2012 regarding CenterPoint Energy, Inc.'s fourth quarter and full year 2011 earnings.
99.2	Supplemental Materials regarding CenterPoint Energy, Inc.'s fourth quarter and full year 2011 earnings.



For more information contact

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**Investors:**

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For Immediate Release

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**CENTERPOINT ENERGY REPORTS FOURTH QUARTER AND  
FULL YEAR 2011 EARNINGS**

**Houston, TX—February 29, 2012—CenterPoint Energy, Inc.** (NYSE: CNP) today reported net income of \$117 million, or \$0.27 per diluted share, for the fourth quarter of 2011 compared to \$124 million, or \$0.29 per diluted share, for the same period of 2010. Operating income for the fourth quarter of 2011 was \$274 million compared to \$302 million for the same period of 2010.

For the year ended December 31, 2011, net income was \$1.36 billion, or \$3.17 per diluted share, compared to \$442 million, or \$1.07 per diluted share, for the same period of 2010. The year ended December 31, 2011, included net income of \$811 million, or \$1.89 per diluted share, reflecting the final resolution of the appeals of the 2004 true-up order of the Texas Public Utility Commission (Texas PUC) issued in connection with the restructuring of the Texas electric industry. Excluding this amount, net income would have been \$546 million, or \$1.27 per diluted share, for the year ended December 31, 2011, compared to \$442 million, or \$1.07 per diluted share, for the same period of 2010.

Operating income for the year ended December 31, 2011, was \$1.3 billion compared to \$1.25 billion for the same period of 2010.

“2011 was a significant year for our company,” said David M. McClanahan, president and chief executive officer of CenterPoint Energy. “We resolved the long-standing proceeding arising from the restructuring of the electric industry in Texas. As a result, in January 2012 we recovered approximately \$1.7 billion through the issuance of securitization bonds. Operationally, our regulated electric and natural gas utilities reported solid results and our field services unit realized growth from the investments we made in several developing shale plays. We continue to look for opportunities to invest across our portfolio of electric and natural gas businesses and build value for our shareholders.”

**Electric Transmission & Distribution**

The electric transmission & distribution segment reported operating income of \$93 million for the fourth quarter of 2011, consisting of \$62 million from the regulated electric transmission & distribution utility operations (TDU) and \$31 million related to securitization bonds. Operating income for the fourth quarter of 2010 was \$90 million, consisting of \$56 million from the TDU and \$34 million related to securitization bonds. Operating income for the TDU benefited from higher net transmission revenues, timing of energy efficiency cost recovery and increased throughput primarily from growth of more than 45,000 customers since December 2010. These gains were partially offset by impacts from the recent rate case and higher operation and maintenance expenses.

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Operating income for the year ended December 31, 2011, was \$623 million, consisting of \$496 million from the TDU and \$127 million related to securitization bonds. Operating income for the same period of 2010 was \$567 million, consisting of \$427 million from the TDU and \$140 million related to securitization bonds. Operating income for the TDU benefited from increased throughput driven primarily by warmer weather and customer growth, higher net transmission revenues and lower depreciation. These gains were partially offset by impacts from the recent rate case and higher operation and maintenance expenses in part due to system reliability improvements.

**Natural Gas Distribution**

The natural gas distribution segment reported operating income of \$73 million for the fourth quarter of 2011 compared to \$86 million for the same period of 2010. Operating income declined primarily as a result of higher operation and maintenance expenses.

Operating income for the year ended December 31, 2011, was \$226 million compared to \$231 million for the same period of 2010. Operating income declined as a result of higher operation and maintenance expenses and lower miscellaneous revenues, which were partially offset by customer growth of more than 19,000 customers since December 2010 and rate adjustments.

**Interstate Pipelines**

The interstate pipelines segment reported operating income of \$52 million for the fourth quarter of 2011 compared to \$63 million for the same period of 2010. The decline was due to lower revenues primarily related to an expired backhaul contract and lower off-system sales. These declines were partially offset by increased ancillary services.

In addition to operating income, this segment recorded equity income of \$6 million for the fourth quarter of 2011 from its 50 percent interest in the Southeast Supply Header (SESH) compared to \$4 million for the same period of 2010.

Operating income for the year ended December 31, 2011, was \$248 million compared to \$270 million for the same period of 2010. The decline was due to lower revenues primarily related to an expired backhaul contract, restructured contracts with the company's natural gas distribution affiliates and lower off-system sales. These declines were partially offset by increased revenues primarily from ancillary services, as well as from power generation and industrial customers.

In addition to operating income, this segment recorded equity income of \$21 million for the year ended December 31, 2011, from its 50 percent interest in SESH compared to \$19 million for the same period of 2010.

**Field Services**

The field services segment reported operating income of \$53 million for the fourth quarter of 2011 compared to \$57 million for the same period of 2010. Operating expenses for the fourth quarter of 2010 included a gain of \$21 million associated with the sale of a small, non-strategic gas gathering system. Operating income for the fourth quarter of 2011 benefited from higher gathering volumes in the Haynesville and Fayetteville shales.

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In addition to operating income, this business had equity income of \$2 million for each of the fourth quarters of 2011 and 2010 from its 50 percent interest in a gathering and processing joint venture (Waskom).

Operating income for the year ended December 31, 2011, was \$189 million compared to \$151 million for the same period of 2010. Operating expenses for the year ended December 31, 2010, included a gain of \$21 million associated with the sale of a small, non-strategic gas gathering system. Operating income for the year ended December 31, 2011, benefited from higher gathering volumes in the Haynesville and Fayetteville shales and revenues attributable to throughput volume commitments. These gains were partially offset by lower prices received from sales of retained gas, higher operation and maintenance, and depreciation and amortization expenses primarily related to facility expansions.

Equity income from Waskom was \$9 million for the year ended December 31, 2011, compared to \$10 million for the same period of 2010.

**Competitive Natural Gas Sales and Services**

The competitive natural gas sales and services segment reported operating income of \$3 million for the fourth quarter of 2011 compared to no operating income for the same period of 2010. The fourth quarter of 2011 included a \$5 million charge related to an early capacity release on pipeline transportation. In addition, the fourth quarter of 2011 included gains of \$1 million resulting from mark-to-market accounting for derivatives associated with certain forward natural gas purchases and sales used to lock in economic margins compared to charges of \$10 million for the same period of 2010. The fourth quarter of 2011 also included a \$4 million write-down of natural gas inventory to the lower of average cost or market. Low basis spreads continued to negatively impact this segment's results.

Operating income for the year ended December 31, 2011, was \$6 million compared to \$16 million for the same period of 2010. Operating income for the year ended December 31, 2011, included the \$5 million early capacity release charge. In addition, operating income for the year ended December 31, 2011, included gains of \$8 million resulting from mark-to-market accounting compared to gains of \$4 million for the same period of 2010. The year ended December 31, 2011, included an \$11 million write-down of natural gas inventory compared to a \$6 million write-down in the same period of 2010.

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**Securitization Bond Issuance**

On October 13, 2011, the Texas PUC approved a final order resolving all issues raised in connection with the Texas Supreme Court's remand of the Texas PUC's 2004 true-up order. The final order authorized the company to recover an additional true-up balance of \$1.695 billion. On January 19, 2012, a wholly-owned special purpose subsidiary of the company closed on the sale of bonds to securitize the approved amount. In the third quarter of 2011, the company recorded net income of \$811 million related to the true-up remand. An additional \$258 million in net income will be recognized over the life of the securitization bonds.

**Dividend Declaration**

On January 19, 2012, CenterPoint Energy's board of directors declared a regular quarterly cash dividend of \$0.2025 per share of common stock payable on March 9, 2012, to shareholders of record as of the close of business on February 16, 2012. This marks the seventh consecutive year the company has increased its quarterly dividend.

**Outlook for 2012**

CenterPoint Energy expects earnings on a guidance basis for 2012 to be in the range of \$1.08 to \$1.20 per diluted share. Earnings guidance is being provided in the form of a range to reflect economic and operational variables associated with the company's various business segments. Significant variables include the impact to earnings of commodity prices, volume throughput, weather, regulatory proceedings, effective tax rates and financing activities. In providing this guidance, the company does not include the impact of any changes in accounting standards, any impact from significant acquisitions or divestitures, any impact to earnings from the change in the value of Time Warner stocks and the related ZENS securities, or the timing effects of mark-to-market and inventory accounting in the company's competitive natural gas sales and services business.

**Filing of Form 10-K for CenterPoint Energy, Inc.**

Today, CenterPoint Energy, Inc. filed with the Securities and Exchange Commission (SEC) its Annual Report on Form 10-K for the period ended December 31, 2011. A copy of that report is available on the company's website under the [Investors section](#). Other filings the company makes with the SEC and other documents relating to its corporate governance can also be found on that site.

**Webcast of Earnings Conference Call**

CenterPoint Energy's management will host an earnings conference call on Wednesday, February 29, 2012, at 10:30 a.m. Central time or 11:30 a.m. Eastern time. Interested parties may listen to a live audio broadcast of the conference call on the company's website under the [Investors section](#). A replay of the call can be accessed approximately two hours after the completion of the call and will be archived on the website for at least one year.

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CenterPoint Energy, Inc., headquartered in Houston, Texas, is a domestic energy delivery company that includes electric transmission & distribution, natural gas distribution, competitive natural gas sales and services, interstate pipelines, and field services operations. The company serves more than five million metered customers primarily in Arkansas, Louisiana, Minnesota, Mississippi, Oklahoma and Texas. Assets total more than \$21 billion. With over 8,800 employees, CenterPoint Energy and its predecessor companies have been in business for more than 135 years. For more information, visit the company's website at [CenterPointEnergy.com](http://CenterPointEnergy.com).

This news release includes forward-looking statements within the meaning of the Private Securities Litigation Reform Act of 1995. Actual events and results may differ materially from those expressed or implied by these forward-looking statements. The statements in this news release regarding the company's earnings outlook for 2012 and future financial performance and results of operations, and any other statements that are not historical facts are forward-looking statements. Each forward-looking statement contained in this news release speaks only as of the date of this release. Factors that could affect actual results include (1) state and federal legislative and regulatory actions or developments affecting various aspects of CenterPoint Energy's businesses, including, among others, energy deregulation or re-regulation, pipeline integrity and safety, health care reform, financial reform and tax legislation; (2) state and federal legislative and regulatory actions or developments relating to the environment, including those related to global climate change; (3) timely and appropriate rate actions and increases, allowing recovery of costs and a reasonable return on investment; (4) the timing and outcome of any audits, disputes or other proceedings related to taxes; (5) problems with construction, implementation of necessary technology or other issues with respect to major capital projects that result in delays or in cost overruns that cannot be recouped in rates; (6) industrial, commercial and residential growth in CenterPoint Energy's service territories and changes in market demand, including the effects of energy efficiency measures and demographic patterns; (7) the timing and extent of changes in commodity prices, particularly natural gas and natural gas liquids, and the effects of geographic and seasonal commodity price differentials, including the effects of these circumstances on re-contracting available capacity on CenterPoint Energy's interstate pipelines; (8) the timing and extent of changes in the supply of natural gas, including supplies available for gathering by CenterPoint Energy's field services business and transporting by its interstate pipelines; (9) competition in CenterPoint Energy's mid-continent region footprint for access to natural gas supplies and to markets; (10) weather variations and other natural phenomena; (11) any direct or indirect effects on CenterPoint Energy's facilities, operations and financial condition resulting from terrorism, cyber attacks, data security breaches or other attempts to disrupt its businesses or the businesses of third parties, or other catastrophic events; (12) the impact of unplanned facility outages; (13) timely and appropriate regulatory actions allowing securitization or other recovery of costs associated with any future hurricanes or natural disasters; (14) changes in interest rates or rates of inflation; (15) commercial bank and financial market conditions, CenterPoint Energy's access to capital, the cost of such capital, and the results of our financing and refinancing efforts, including availability of funds in the debt capital markets; (16) actions by rating agencies; (17) effectiveness of CenterPoint Energy's risk management activities; (18) inability of various counterparties to meet their obligations; (19) non-payment for services due to financial distress of CenterPoint Energy's customers; (20) the ability of GenOn Energy, Inc. (formerly known as RRI Energy, Inc.) and its subsidiaries to satisfy their obligations to CenterPoint Energy and its subsidiaries; (21) the ability of retail electric providers, and particularly the two largest customers of the TDU, to satisfy their obligations to CenterPoint Energy and its subsidiaries; (22) the outcome of litigation brought by or against CenterPoint Energy; (23) CenterPoint Energy's ability to control costs; (24) the investment performance of pension and postretirement benefit plans; (25) potential business strategies, including restructurings, acquisitions or dispositions of assets or businesses; (26) acquisition and merger activities involving CenterPoint Energy or its competitors; and (27) other factors discussed in CenterPoint Energy's Annual Report on Form 10-K for the fiscal year ended December 31, 2011, and other reports CenterPoint Energy or its subsidiaries may file from time to time with the Securities and Exchange Commission.

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CenterPoint Energy, Inc. and Subsidiaries

Reconciliation of reported Net Income and diluted EPS to the basis used in providing 2011 annual earnings guidance

	Quarter Ended December 31, 2011		Twelve Months Ended December 31, 2011	
	Net Income (in millions)	EPS	Net Income (in millions)	EPS
<b>As reported</b>	<b>\$ 117</b>	<b>\$ 0.27</b>	<b>\$ 1,357</b>	<b>\$ 3.17</b>
True-up related items:				
Debt component return, net of taxes	—	—	(224)	(0.52)
Extraordinary item, net of taxes	—	—	(587)	(1.37)
Excluding true-up related items	<b>\$ 117</b>	<b>\$ 0.27</b>	<b>\$ 546</b>	<b>\$ 1.27<sup>(3)</sup></b>
Timing effects impacting CES <sup>(1)</sup> :				
Mark-to-market (gains) losses - natural gas derivative contracts	(1)	(0.00)	(6)	(0.01)
Natural gas inventory write-downs	3	0.01	7	0.02
ZENS-related mark-to-market (gains) losses:				
Marketable securities <sup>(2)</sup>	(32)	(0.07)	(12)	(0.03)
Indexed debt securities	20	0.05	(23)	(0.05)
<b>Per the basis used in providing 2011 annual earnings guidance</b>	<b>\$ 107</b>	<b>\$ 0.26</b>	<b>\$ 512</b>	<b>\$ 1.20</b>

<sup>(1)</sup> Competitive natural gas sales and services

<sup>(2)</sup> Time Warner Inc., Time Warner Cable Inc. and AOL Inc.

<sup>(3)</sup> Numbers do not add due to rounding

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CenterPoint Energy, Inc. and Subsidiaries  
Statements of Consolidated Income  
(Millions of Dollars)  
(Unaudited)

	Three Months Ended December 31,		Year Ended December 31,	
	2010	2011	2010	2011
<b>Revenues:</b>				
Electric Transmission & Distribution	\$ 506	\$ 535	\$2,205	\$2,337
Natural Gas Distribution	813	793	3,213	2,841
Competitive Natural Gas Sales and Services	592	635	2,651	2,511
Interstate Pipelines	145	129	601	553
Field Services	96	107	338	412
Other Operations	2	2	11	11
Eliminations	(56)	(56)	(234)	(215)
Total	<u>2,098</u>	<u>2,145</u>	<u>8,785</u>	<u>8,450</u>
<b>Expenses:</b>				
Natural gas	1,053	1,066	4,574	4,055
Operation and maintenance	451	502	1,719	1,835
Depreciation and amortization	204	209	864	886
Taxes other than income taxes	88	94	379	376
Total	<u>1,796</u>	<u>1,871</u>	<u>7,536</u>	<u>7,152</u>
Operating Income	<u>302</u>	<u>274</u>	<u>1,249</u>	<u>1,298</u>
<b>Other Income (Expense):</b>				
Gain on marketable securities	32	49	67	19
Gain (loss) on indexed debt securities	(31)	(30)	(31)	35
Interest and other finance charges	(117)	(115)	(481)	(456)
Interest on transition and system restoration bonds	(34)	(31)	(140)	(127)
Equity in earnings of unconsolidated affiliates	7	8	29	30
Return on true-up balance	—	—	—	352
Other—net	5	4	12	23
Total	<u>(138)</u>	<u>(115)</u>	<u>(544)</u>	<u>(124)</u>
Income Before Income Taxes and Extraordinary Item	164	159	705	1,174
Income Tax Expense	40	42	263	404
Income Before Extraordinary Item	124	117	442	770
Extraordinary Item, net of tax	—	—	—	587
Net Income	<u>\$ 124</u>	<u>\$ 117</u>	<u>\$ 442</u>	<u>\$1,357</u>

Reference is made to the Notes to the Consolidated Financial Statements  
contained in the Annual Report on Form 10-K of CenterPoint Energy, Inc.

CenterPoint Energy, Inc. and Subsidiaries  
Selected Data From Statements of Consolidated Income  
(Millions of Dollars, Except Share and Per Share Amounts)  
(Unaudited)

	Three Months Ended December 31,		Year Ended December 31,	
	2010	2011	2010	2011
<b>Basic Earnings Per Common Share:</b>				
Income Before Extraordinary Item	\$ 0.29	\$ 0.27	\$ 1.08	\$ 1.81
Extraordinary item, net of tax	—	—	—	1.38
Net Income	<u>\$ 0.29</u>	<u>\$ 0.27</u>	<u>\$ 1.08</u>	<u>\$ 3.19</u>
<b>Diluted Earnings Per Common Share:</b>				
Income Before Extraordinary Item	\$ 0.29	\$ 0.27	\$ 1.07	\$ 1.80
Extraordinary item, net of tax	—	—	—	1.37
Net Income	<u>\$ 0.29</u>	<u>\$ 0.27</u>	<u>\$ 1.07</u>	<u>\$ 3.17</u>
Dividends Declared per Common Share	<u>\$ 0.1950</u>	<u>\$ 0.1975</u>	<u>\$ 0.7800</u>	<u>\$ 0.7900</u>
Weighted Average Common Shares Outstanding (000):				
- Basic	423,860	425,989	409,721	425,636
- Diluted	426,963	429,096	412,776	428,724
<b>Operating Income by Segment</b>				
Electric Transmission & Distribution:				
Electric Transmission and Distribution Operations	\$ 56	\$ 62	\$ 427	\$ 496
Transition and System Restoration Bond Companies	34	31	140	127
Total Electric Transmission & Distribution	<u>90</u>	<u>93</u>	<u>567</u>	<u>623</u>
Natural Gas Distribution	86	73	231	226
Competitive Natural Gas Sales and Services	—	3	16	6
Interstate Pipelines	63	52	270	248
Field Services	57	53	151	189
Other Operations	6	—	14	6
Total	<u>\$ 302</u>	<u>\$ 274</u>	<u>\$ 1,249</u>	<u>\$ 1,298</u>

Reference is made to the Notes to the Consolidated Financial Statements  
contained in the Annual Report on Form 10-K of CenterPoint Energy, Inc.

CenterPoint Energy, Inc. and Subsidiaries  
Results of Operations by Segment  
(Millions of Dollars)  
(Unaudited)

	Electric Transmission & Distribution					
	Three Months Ended December 31,		% Diff Fav/(Unfav)	Year Ended December 31,		% Diff Fav/(Unfav)
	2010	2011		2010	2011	
<b>Results of Operations:</b>						
<b>Revenues:</b>						
Electric transmission and distribution utility	\$ 413	\$ 439	6%	\$ 1,768	\$ 1,893	7%
Transition and system restoration bond companies	93	96	3%	437	444	2%
Total	<u>506</u>	<u>535</u>	6%	<u>2,205</u>	<u>2,337</u>	6%
<b>Expenses:</b>						
Operation and maintenance	232	253	(9%)	841	908	(8%)
Depreciation and amortization	74	72	3%	293	279	5%
Taxes other than income taxes	51	52	(2%)	207	210	(1%)
Transition and system restoration bond companies	59	65	(10%)	297	317	(7%)
Total	<u>416</u>	<u>442</u>	(6%)	<u>1,638</u>	<u>1,714</u>	(5%)
Operating Income	<u>\$ 90</u>	<u>\$ 93</u>	3%	<u>\$ 567</u>	<u>\$ 623</u>	10%
<b>Operating Income:</b>						
Electric transmission and distribution operations	\$ 56	\$ 62	11%	\$ 427	\$ 496	16%
Transition and system restoration bond companies	34	31	(9%)	140	127	(9%)
Total Segment Operating Income	<u>\$ 90</u>	<u>\$ 93</u>	3%	<u>\$ 567</u>	<u>\$ 623</u>	10%
<b>Electric Transmission &amp; Distribution</b>						
<b>Operating Data:</b>						
<b>Actual MWH Delivered</b>						
Residential	5,054,882	5,173,066	2%	26,554,309	28,510,924	7%
Total	17,020,701	17,210,481	1%	76,973,117	80,012,853	4%
<b>Weather (average for service area):</b>						
<b>Percentage of 10-year average:</b>						
Cooling degree days	108%	104%	(4%)	105%	121%	16%
Heating degree days	94%	96%	2%	133%	102%	(31%)
<b>Number of metered customers—end of period:</b>						
Residential	1,867,251	1,904,818	2%	1,867,251	1,904,818	2%
Total	2,110,608	2,155,710	2%	2,110,608	2,155,710	2%

	Natural Gas Distribution					
	Three Months Ended December 31,		% Diff Fav/ (Unfav)	Year Ended December 31,		% Diff Fav/ (Unfav)
	2010	2011		2010	2011	
<b>Results of Operations:</b>						
Revenues	\$ 813	\$ 793	(2%)	\$ 3,213	\$ 2,841	(12%)
<b>Expenses:</b>						
Natural gas	486	472	3%	2,049	1,675	18%
Operation and maintenance	168	174	(4%)	639	655	(3%)
Depreciation and amortization	42	42	—	166	166	—
Taxes other than income taxes	31	32	(3%)	128	119	7%
Total	727	720	1%	2,982	2,615	12%
Operating Income	\$ 86	\$ 73	(15%)	\$ 231	\$ 226	(2%)
<b>Natural Gas Distribution Operating Data:</b>						
<b>Throughput data in BCF</b>						
Residential	52	50	(4%)	177	172	(3%)
Commercial and Industrial	67	64	(4%)	249	251	1%
Total Throughput	119	114	(4%)	426	423	(1%)
<b>Weather (average for service area)</b>						
Percentage of 10-year average:						
Heating degree days	100%	88%	(12%)	107%	100%	(7%)
<b>Number of customers—end of period:</b>						
Residential	3,016,333	3,036,267	1%	3,016,333	3,036,267	1%
Commercial and Industrial	246,891	246,220	—	246,891	246,220	—
Total	3,263,224	3,282,487	1%	3,263,224	3,282,487	1%

Reference is made to the Notes to the Consolidated Financial Statements contained in the Annual Report on Form 10-K of CenterPoint Energy, Inc.

CenterPoint Energy, Inc. and Subsidiaries  
Results of Operations by Segment  
(Millions of Dollars)  
(Unaudited)

	<b>Competitive Natural Gas Sales and Services</b>					
	Three Months Ended December 31,		% Diff Fav/(Unfav)	Year Ended December 31,		% Diff Fav/(Unfav)
	2010	2011		2010	2011	
<b>Results of Operations:</b>						
Revenues	\$ 592	\$ 635	7%	\$ 2,651	\$ 2,511	(5%)
Expenses:						
Natural gas	582	620	(7%)	2,591	2,458	5%
Operation and maintenance	9	10	(11%)	38	41	(8%)
Depreciation and amortization	1	2	(100%)	4	5	(25%)
Taxes other than income taxes	—	—	—	2	1	50%
Total	592	632	(7%)	2,635	2,505	5%
Operating Income	\$ —	\$ 3	—	\$ 16	\$ 6	(63%)
<b>Competitive Natural Gas Sales and Services Operating Data:</b>						
Throughput data in BCF	144	151	5%	548	558	2%
Number of customers—end of period	12,193	14,267	17%	12,193	14,267	17%
<b>Interstate Pipelines</b>						
	Three Months Ended December 31,		% Diff Fav/(Unfav)	Year Ended December 31,		% Diff Fav/(Unfav)
	2010	2011		2010	2011	
	<b>Results of Operations:</b>					
Revenues	\$ 145	\$ 129	(11%)	\$ 601	\$ 553	(8%)
Expenses:						
Natural gas	21	13	38%	93	67	28%
Operation and maintenance	41	43	(5%)	153	152	1%
Depreciation and amortization	13	14	(8%)	52	54	(4%)
Taxes other than income taxes	7	7	—	33	32	3%
Total	82	77	6%	331	305	8%
Operating Income	\$ 63	\$ 52	(17%)	\$ 270	\$ 248	(8%)
Equity in earnings of unconsolidated affiliates	4	\$ 6	50%	19	\$ 21	11%
<b>Pipelines Operating Data:</b>						
Throughput data in BCF						
Transportation	433	371	(14%)	1,693	1,579	(7%)

Reference is made to the Notes to the Consolidated Financial Statements contained in the Annual Report on Form 10-K of CenterPoint Energy, Inc.

CenterPoint Energy, Inc. and Subsidiaries  
Results of Operations by Segment  
(Millions of Dollars)  
(Unaudited)

	Field Services					
	Three Months Ended December 31,		% Diff Fav/(Unfav)	Year Ended December 31,		% Diff Fav/(Unfav)
	2010	2011		2010	2011	
<b>Results of Operations:</b>						
Revenues	\$ 96	\$ 107	11%	\$338	\$412	22%
Expenses:						
Natural gas	19	16	16%	72	68	6%
Operation and maintenance	10	29	(190%)	85	112	(32%)
Depreciation and amortization	8	9	(13%)	25	37	(48%)
Taxes other than income taxes	2	—	—	5	6	(20%)
Total	39	54	(38%)	187	223	(19%)
Operating Income	\$ 57	\$ 53	(7%)	\$151	\$189	25%
Equity in earnings of unconsolidated affiliates	\$ 2	\$ 2	—	\$ 10	\$ 9	(10%)
<b>Field Services Operating Data:</b>						
<b>Throughput data in BCF</b>						
Gathering	186	237	27%	650	823	27%

	Other Operations					
	Three Months Ended December 31,		% Diff Fav/(Unfav)	Year Ended December 31,		% Diff Fav/(Unfav)
	2010	2011		2010	2011	
<b>Results of Operations:</b>						
Revenues	\$ 2	\$ 2	—	\$ 11	\$ 11	—
Expenses (Income)	(4)	2	(150%)	(3)	5	(267%)
Operating Income	\$ 6	\$ —	—	\$ 14	\$ 6	(57%)

**Capital Expenditures by Segment**  
(Millions of Dollars)  
(Unaudited)

	Three Months Ended December 31,		Year Ended December 31,	
	2010	2011	2010	2011
<b>Capital Expenditures by Segment</b>				
Electric Transmission & Distribution	\$ 146	\$ 173	\$ 463	\$ 538
Natural Gas Distribution	74	80	202	295
Competitive Natural Gas Sales and Services	—	1	2	5
Interstate Pipelines	31	34	102	98
Field Services	196	38	668	201
Other Operations	10	26	25	54
Total	\$ 457	\$ 352	\$1,462	\$1,191

(Millions of Dollars)  
(Unaudited)

	Three Months Ended December 31,		Year Ended December 31,	
	2010	2011	2010	2011
<b>Interest Expense Detail</b>				
Amortization of Deferred Financing Cost	\$ 6	\$ 4	\$ 24	\$ 27
Capitalization of Interest Cost	(4)	1	(9)	(4)
Transition and System Restoration Bond Interest Expense	34	31	140	127
Other Interest Expense	115	110	466	433
Total Interest Expense	\$ 151	\$ 146	\$621	\$583

Reference is made to the Notes to the Consolidated Financial Statements  
contained in the Annual Report on Form 10-K of CenterPoint Energy, Inc.



CenterPoint Energy, Inc. and Subsidiaries  
Condensed Consolidated Balance Sheets  
(Millions of Dollars)  
(Unaudited)

	December 31, 2010	December 31, 2011
<b>ASSETS</b>		
<b>Current Assets:</b>		
Cash and cash equivalents	\$ 199	\$ 220
Other current assets	2,383	2,117
Total current assets	<u>2,582</u>	<u>2,337</u>
<b>Property, Plant and Equipment, net</b>	<u>11,732</u>	<u>12,402</u>
<b>Other Assets:</b>		
Goodwill	1,696	1,696
Regulatory assets	3,446	4,619
Other non-current assets	655	649
Total other assets	<u>5,797</u>	<u>6,964</u>
<b>Total Assets</b>	<u>\$ 20,111</u>	<u>\$ 21,703</u>
<b>LIABILITIES AND SHAREHOLDERS' EQUITY</b>		
<b>Current Liabilities:</b>		
Short-term borrowings	\$ 53	\$ 62
Current portion of transition and system restoration bonds long-term debt	283	307
Current portion of indexed debt	126	131
Current portion of other long-term debt	19	46
Other current liabilities	2,139	2,047
Total current liabilities	<u>2,620</u>	<u>2,593</u>
<b>Other Liabilities:</b>		
Accumulated deferred income taxes, net	2,934	3,832
Regulatory liabilities	989	1,039
Other non-current liabilities	1,369	1,376
Total other liabilities	<u>5,292</u>	<u>6,247</u>
<b>Long-term Debt:</b>		
Transition and system restoration bonds	2,522	2,215
Other	6,479	6,426
Total long-term debt	<u>9,001</u>	<u>8,641</u>
<b>Shareholders' Equity</b>	<u>3,198</u>	<u>4,222</u>
<b>Total Liabilities and Shareholders' Equity</b>	<u>\$ 20,111</u>	<u>\$ 21,703</u>

Reference is made to the Notes to the Consolidated Financial Statements  
contained in the Annual Report on Form 10-K of CenterPoint Energy, Inc.

CenterPoint Energy, Inc. and Subsidiaries  
Condensed Statements of Consolidated Cash Flows  
(Millions of Dollars)  
(Unaudited)

	Year Ended December 31,	
	2010	2011
<b>Cash Flows from Operating Activities:</b>		
Net income	\$ 442	\$ 1,357
Adjustments to reconcile net income to net cash provided by operating activities:		
Depreciation and amortization	891	916
Deferred income taxes	199	443
Extraordinary item, net of tax	—	(587)
Return on true-up balance	—	(352)
Write-down of natural gas inventory	6	11
Changes in net regulatory assets	14	31
Changes in other assets and liabilities	(164)	45
Other, net	(2)	24
<b>Net Cash Provided by Operating Activities</b>	<b>1,386</b>	<b>1,888</b>
<b>Net Cash Used in Investing Activities</b>	<b>(1,420)</b>	<b>(1,206)</b>
<b>Net Cash Used in Financing Activities</b>	<b>(507)</b>	<b>(661)</b>
<b>Net Increase (Decrease) in Cash and Cash Equivalents</b>	<b>(541)</b>	<b>21</b>
<b>Cash and Cash Equivalents at Beginning of Period</b>	<b>740</b>	<b>199</b>
<b>Cash and Cash Equivalents at End of Period</b>	<b>\$ 199</b>	<b>\$ 220</b>

Reference is made to the Notes to the Consolidated Financial Statements  
contained in the Annual Report on Form 10-K of CenterPoint Energy, Inc.



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

Full Year 2011 Earnings  
Supplemental Materials  
February 29, 2012

NYSE: CNP  
[www.CenterPointEnergy.com](http://www.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.

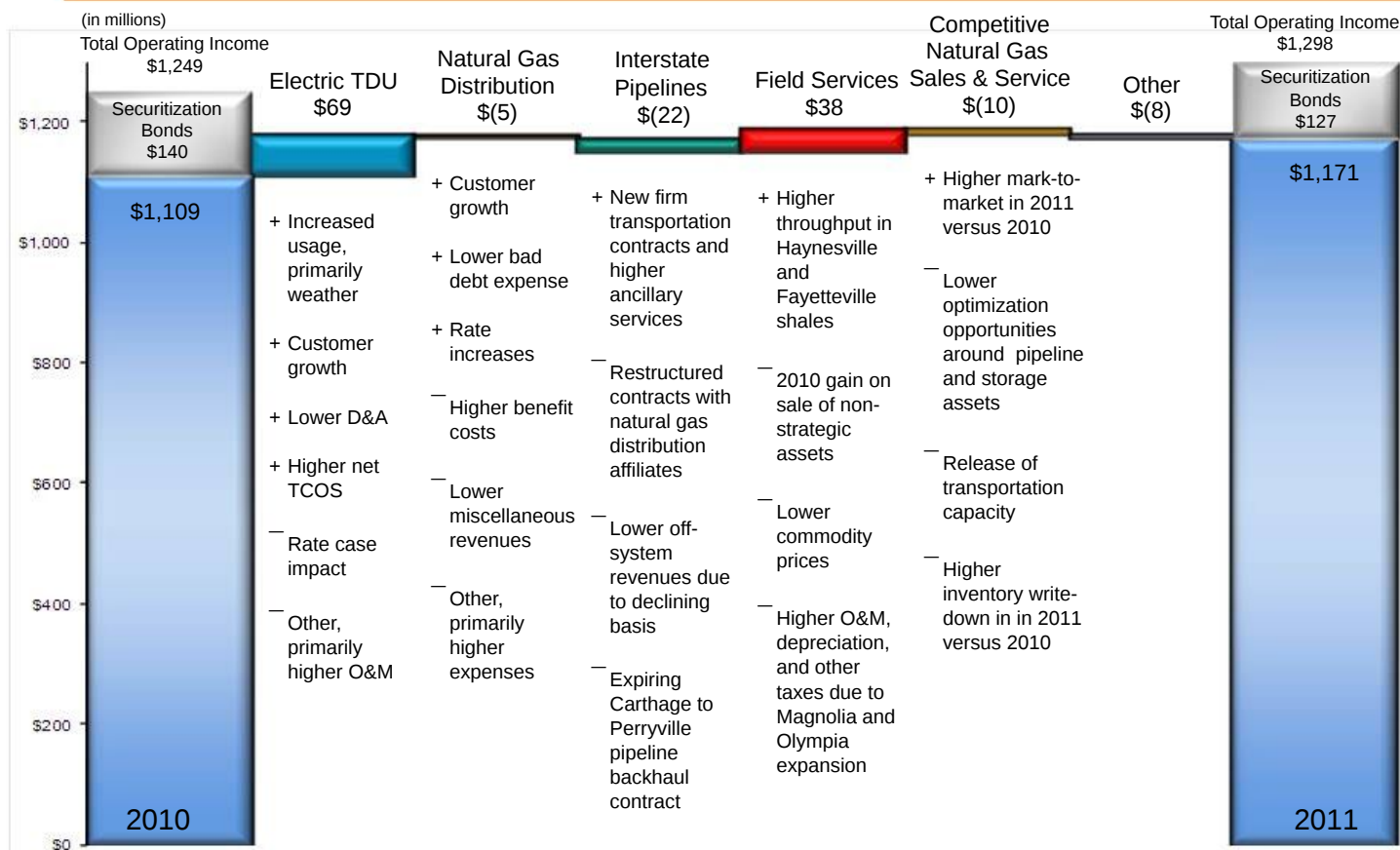
We have based our forward-looking statements on our management’s beliefs and assumptions based on information currently available to our management at the time the statements are made. We caution you that assumptions, beliefs, expectations, intentions, and projections about future events may and often 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, 2011, 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.

# Full Year 2011 Operating Income Drivers

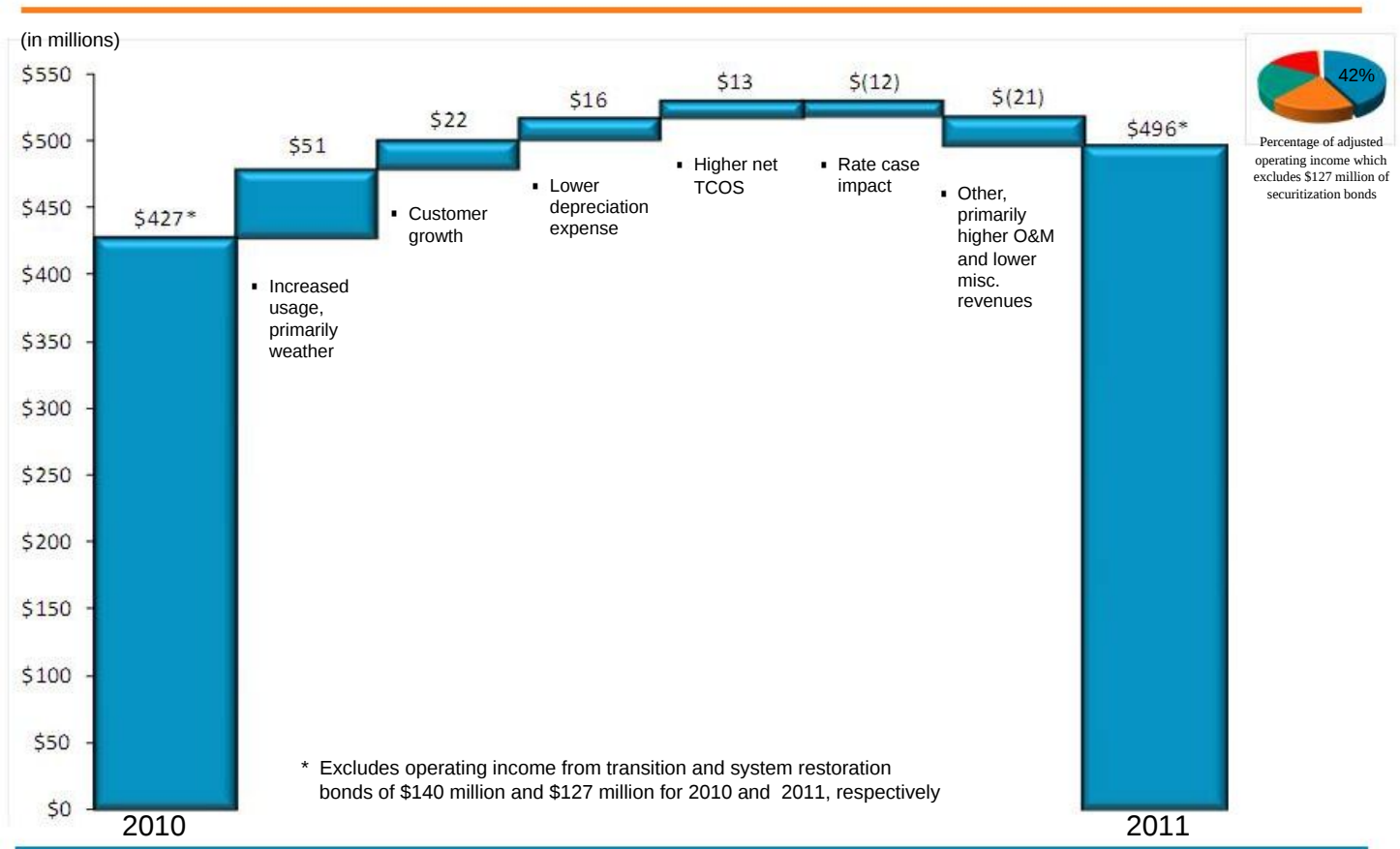
## 12 months ended December 31, 2011



February 29, 2012

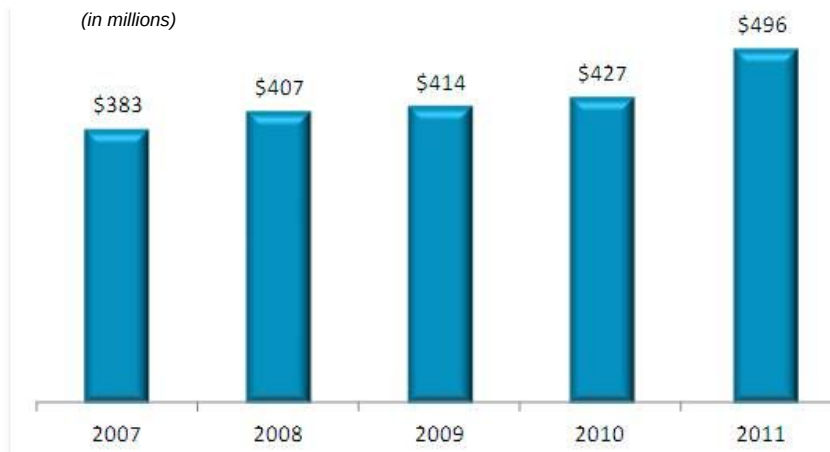
Full Year 2011 Earnings

# Electric Transmission & Distribution 2011 Operating Income Drivers



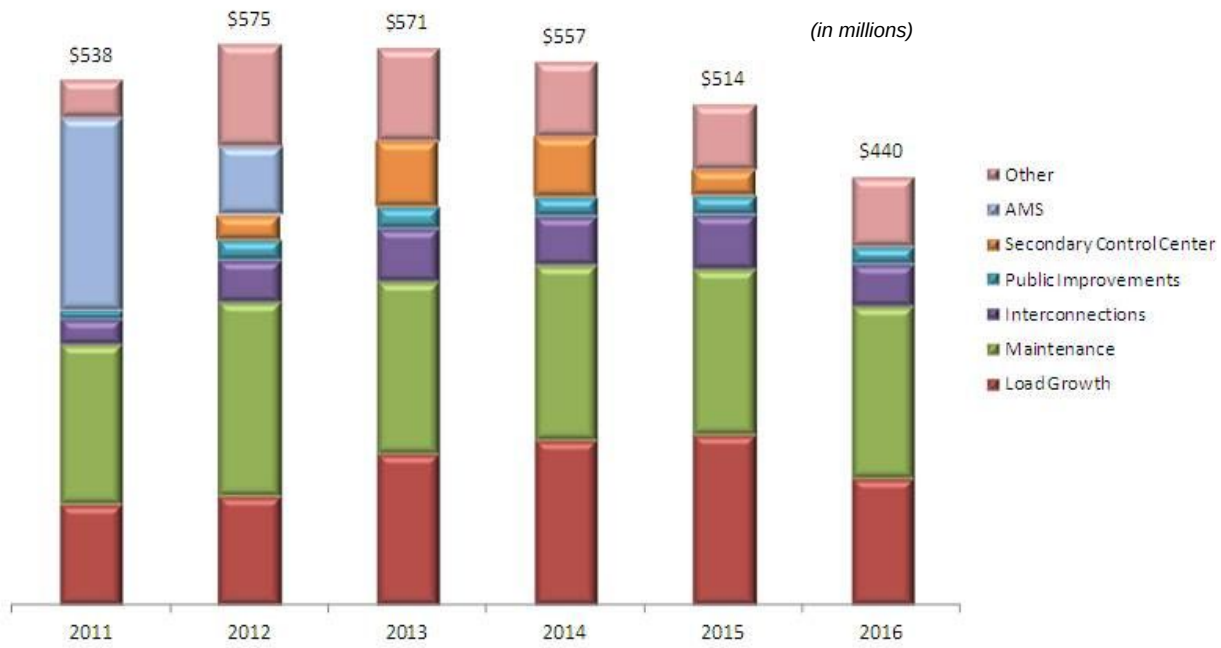
**In 2011, CenterPoint Energy Houston Electric (CEHE) had its strongest financial year, driven by record heat, increased energy use and customer growth of more than 45,000**

- Each month from April through September was one of the ten warmest months on record, and the Houston economy grew faster than that of any other major city in North America in 2011, adding more than 80,000 jobs
- Has consistently earned authorized rate of return
- As a result of new rates implemented in September 2011, 2012 operating income will be reduced by ~\$35 million compared to 2011 performance, including the effect of the change in depreciation rates



Note: Results exclude operating income from the Transition and System Restoration Bond Companies, the Competition Transition Charge and the Final Fuel Reconciliation (see reconciliation on page 28).

# Electric Transmission & Distribution Capital Expenditures





### Recovery mechanisms reduce rate case frequency and allow more timely recovery of and on investments

#### Interim Transmission Cost of Service (TCOS) Adjustment

- ERCOT transmission service providers (TSPs) charge distribution service providers (DSPs) the cost of transmission investment
- Allows CEHE to make a filing up to two times per year to update its TCOS to recover a return of and on transmission related plant investments

#### Transmission Cost Recovery Factor (TCRF)

- CEHE is allowed to request rate increases twice a year to recover increased transmission costs from other TSPs
- Additionally, CEHE is allowed to defer, until its next TCRF update, any increase in expense from other TSPs

#### Distribution Cost Recovery Factor (DCRF)

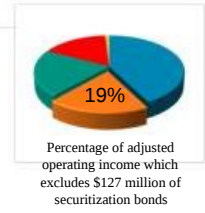
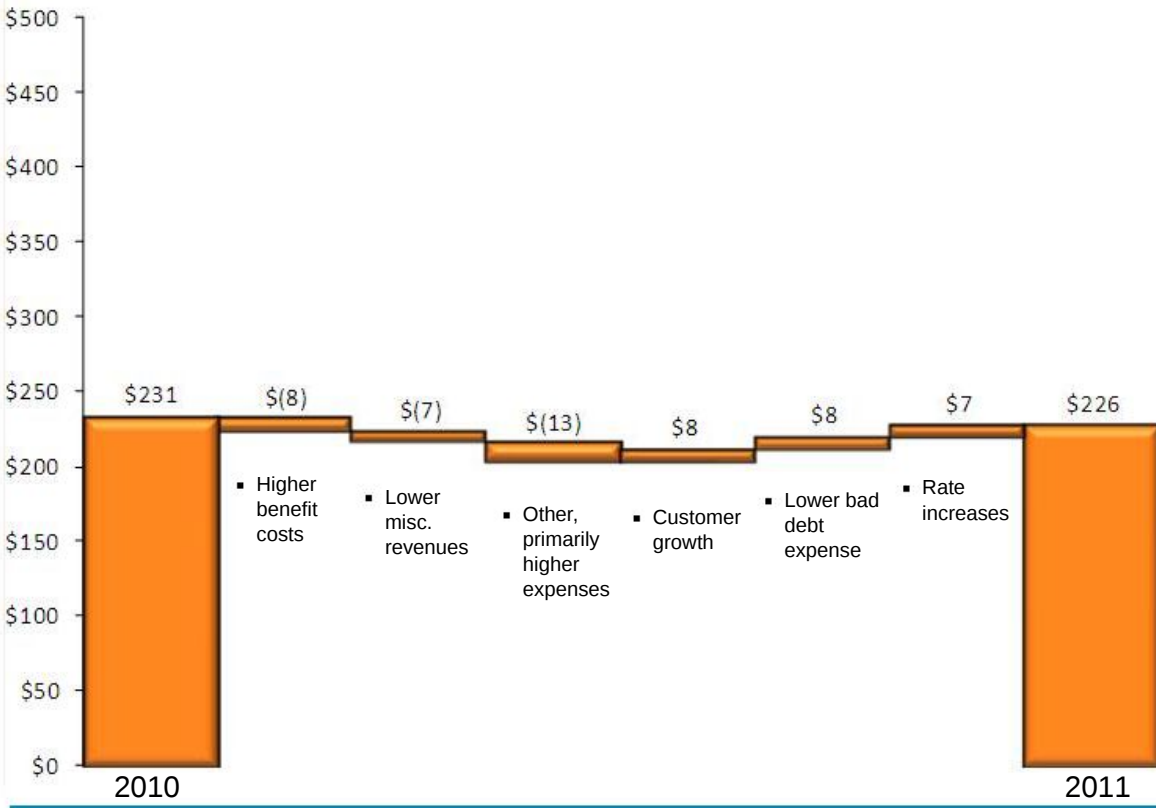
- In September 2011, the PUC approved a periodic rate adjustment mechanism that mitigates regulatory lag for distribution capital investment
- Allows CEHE to file to update its rates each year effective September 1 to recover a return of and on new distribution related plant investment (net of changes in distribution related accumulated deferred federal income tax)
- No DCRF adjustment if the annual earnings monitoring report shows a utility is earning more than its authorized rate of return on a weather normalized basis

#### Other Mechanisms

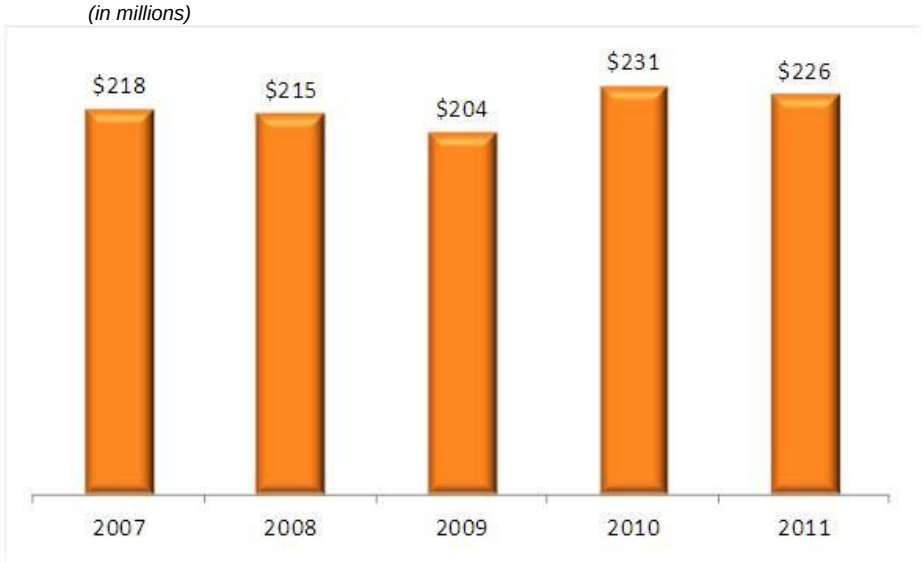
- Deferral of Pension Costs – allows a utility to defer the excess pension and other postemployment benefits costs over the amount that was approved in the utility's last general rate proceeding
- Deferral of Bad Debt – authorizes utility to defer bad debts resulting from defaults by REPs for recovery in a future rate case
- Energy Efficiency Cost Recovery Factor (EECRF) – recovery of certain energy efficiency program costs
- Advanced Metering System (AMS) Surcharge – continues until December 2014 for residential customers and until April 2017 for commercial and industrial customers

# Natural Gas Distribution 2011 Operating Income Drivers

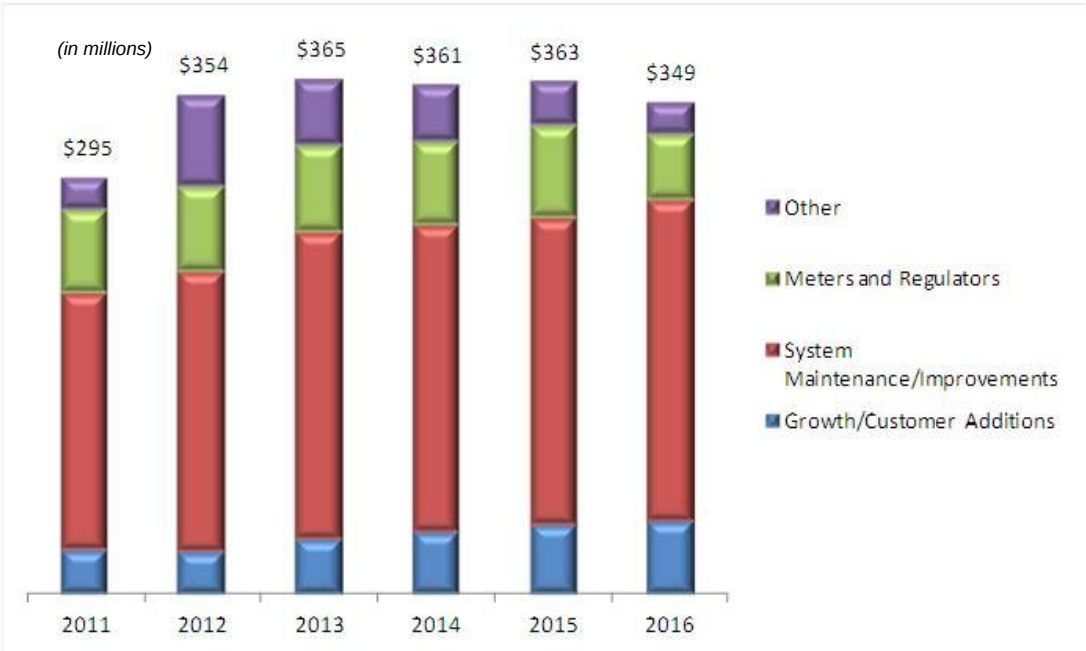
(in millions)



Earned at or near authorized return on equity over last two years



Increased capital investments primarily for infrastructure, safety and technology will drive 6 percent growth in rate base



Rate mechanisms reduce rate case frequency and decouple revenues from consumption

Mechanisms		Arkansas (including Texarkana) 435,838	Oklahoma 103,363	Louisiana 249,423	Mississippi 122,595	Minnesota 809,443	Houston 967,295	Beaumont/ East Texas 195,454	Texas Coast 260,299	South Texas 138,777
Margin Stabilization	Billing Determinant Adjustment (BDA)	√								
	Decoupling					√				
	Weather Normalization Adjustment (WNA)	√	√	√						
Cost of Service Adjustments	Various mechanisms		√	√	√			√		
	Covering rate base, revenue and all expenses (1) (2)		√	√	√			√		
Infrastructure Capital Cost Recovery	Gas Reliability Infrastructure Program (GRIP) <i>Recovers costs related to increase in plant investment (3)</i>						√	√	√	√
	Main Replacement Program (MRP) <i>Recovers depreciation and return on cast iron and bare steel main replacements</i>	√								
	ACT 310 <i>Recovers capital and O&amp;M expenditures as a result of legislative or regulatory requirements to protect public health, safety or the environment</i>	√								
Other	Pension Expense Deferral						√	√	√	√
	Asset Management Agreements (AMA)	√	√	√	√					

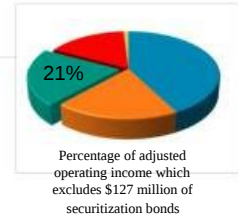
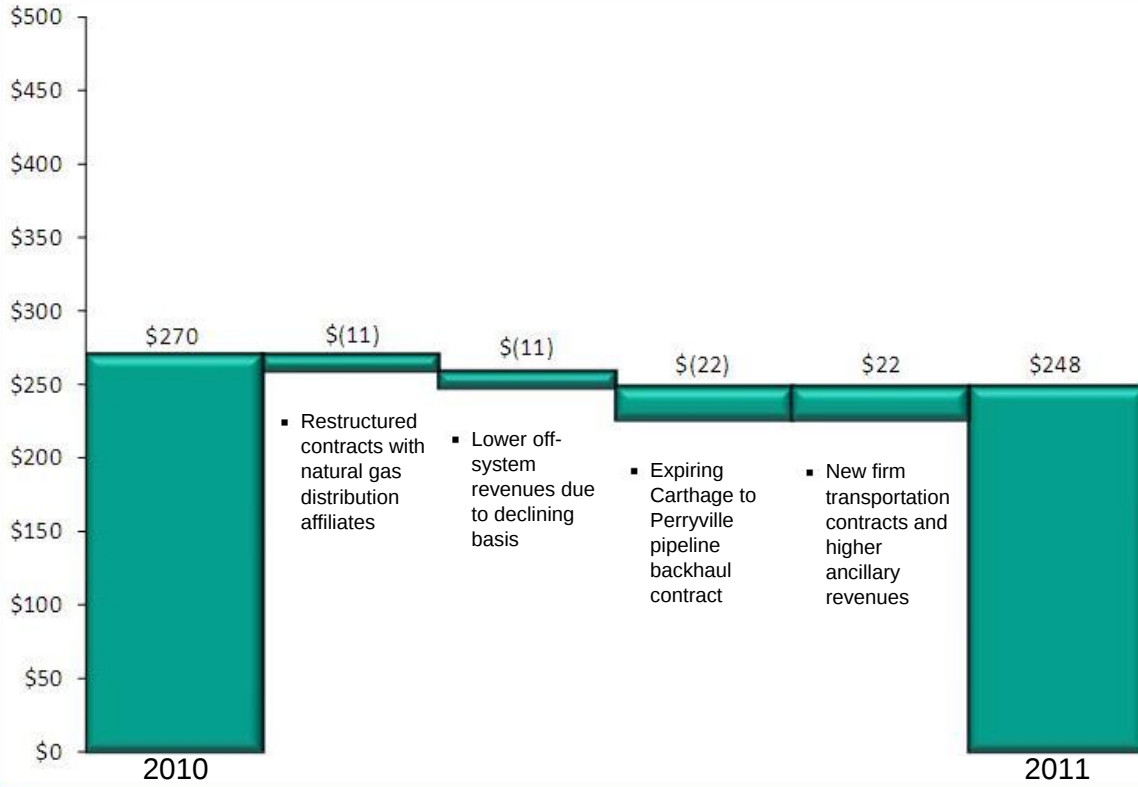
(1) Mississippi suspended cost of service adjustment (COSA) in 2009 and 2010. A 2011 COSA is under discussion.

(2) Beaumont/East Texas COSA only applies to the cities of Beaumont and Huntsville.

(3) Available in all Texas jurisdictions after rate case.

# Interstate Pipelines 2011 Operating Income Drivers

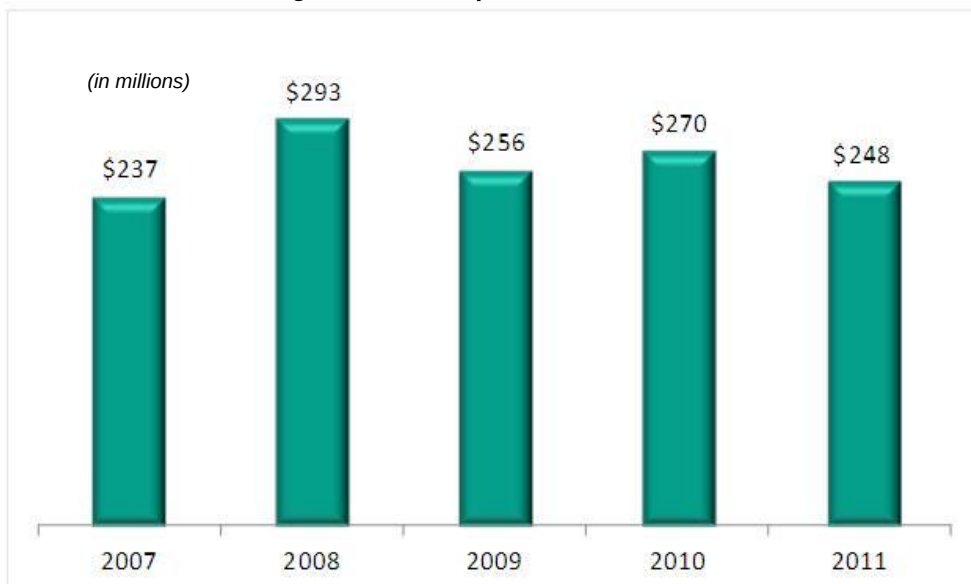
(in millions)



Operating income has benefited from core transportation contracts

Ancillary services are variable based on market conditions

More competition for new and existing customers expected in the future



Note: Interstate Pipelines also earned \$6 million, \$36 million, \$7 million, \$19 million and \$21 million of equity income from its 50% interest in Southeast Supply Header, LLC for 2007, 2008, 2009, 2010 and 2011, respectively.

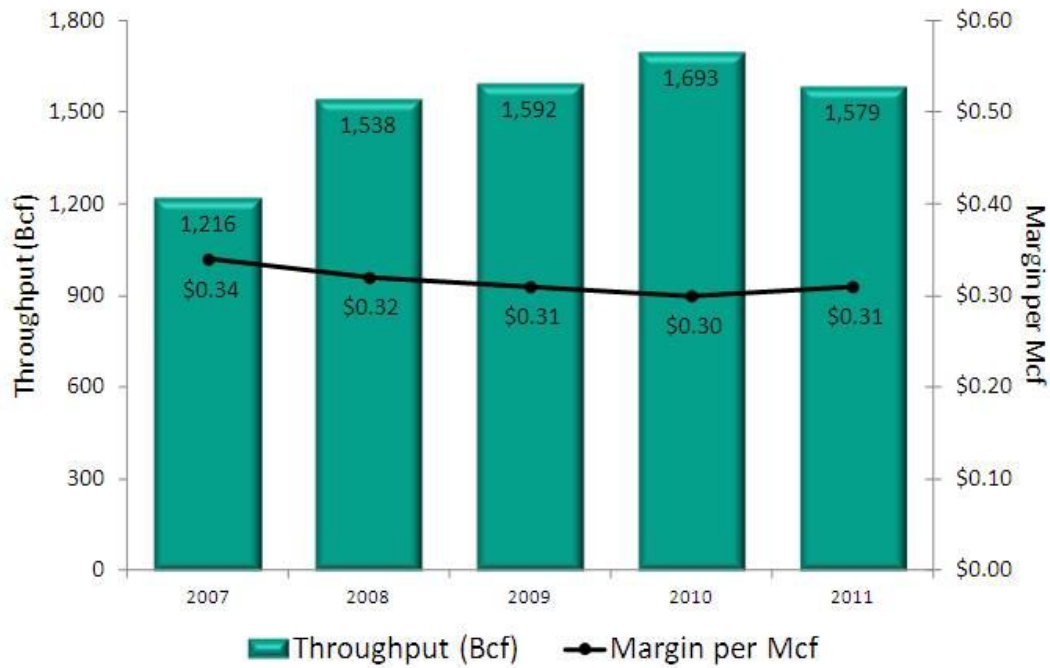
# Interstate Pipelines 4-Year Margin<sup>1</sup> Contribution



- (1) Margin equals revenues minus natural gas expense
- (2) Natural gas and ancillary services (balancing, system management, liquids)

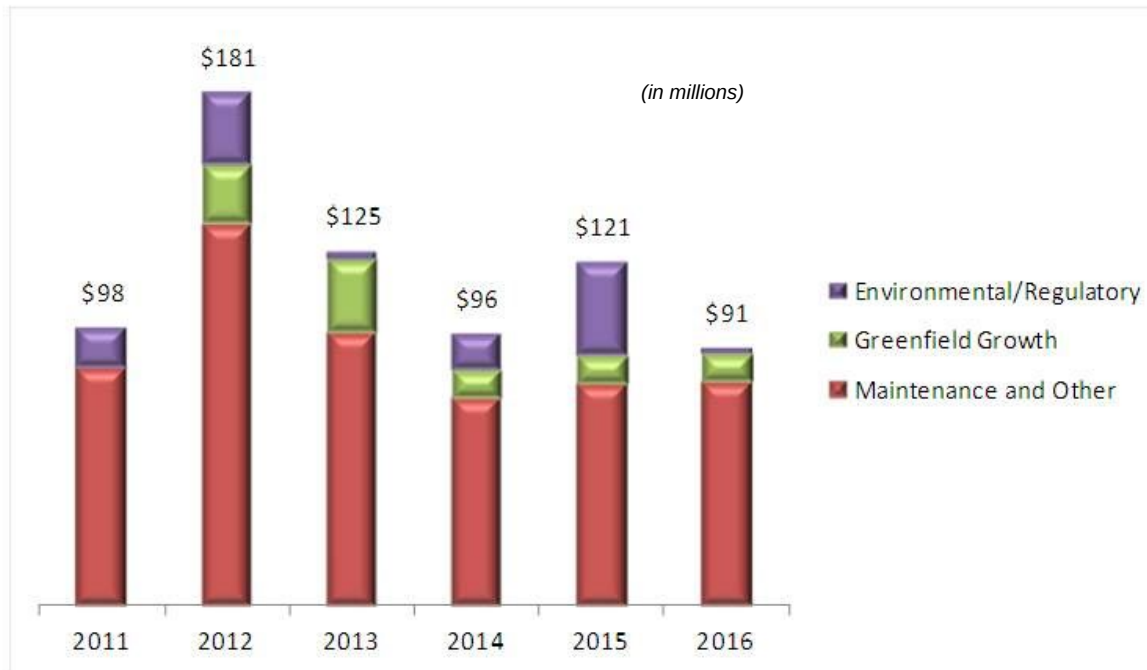


# Interstate Pipelines 5-Year Margin<sup>1</sup> per Mcf



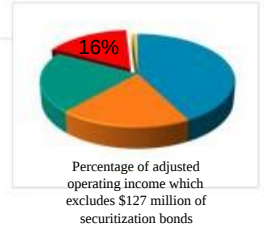
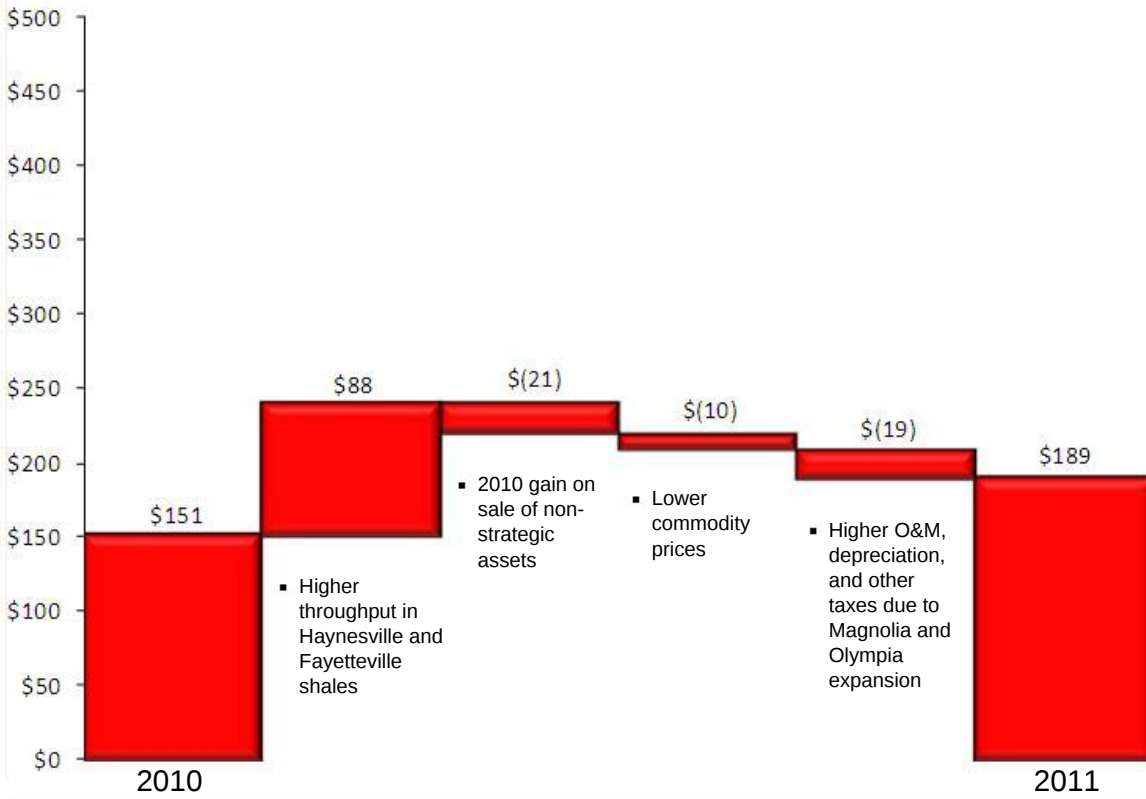
(1) Margin equals revenues minus natural gas expense

Planned capital expenditures support maintenance, pipeline upgrades, and pipeline safety and environmental compliance



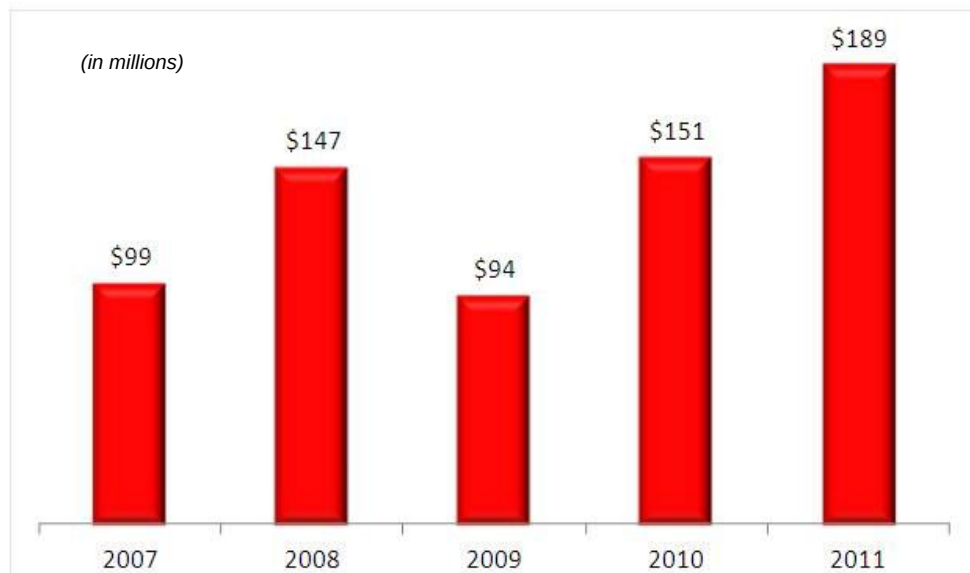
# Field Services 2011 Operating Income Drivers

(in millions)



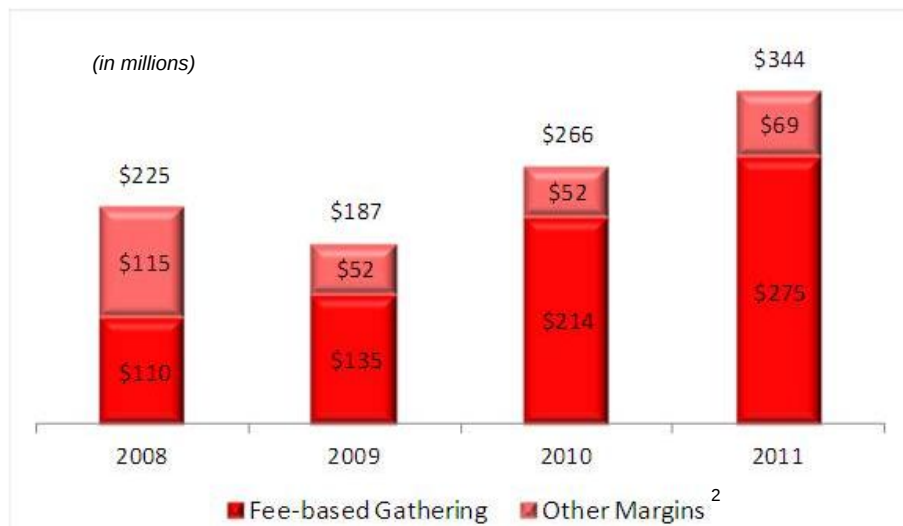
## Operating income has benefited from significant new investments in mid-continent shale plays

- Contracted growth supported by fee-based contracts with volume commitments and/or guaranteed returns on capital deployed



Note: Field Services also earned \$10 million, \$15 million, \$8 million, \$10 million and \$9 million of equity earnings from its 50% interest in Waskom, a joint processing plant, for 2007, 2008, 2009, 2010 and 2011, respectively.

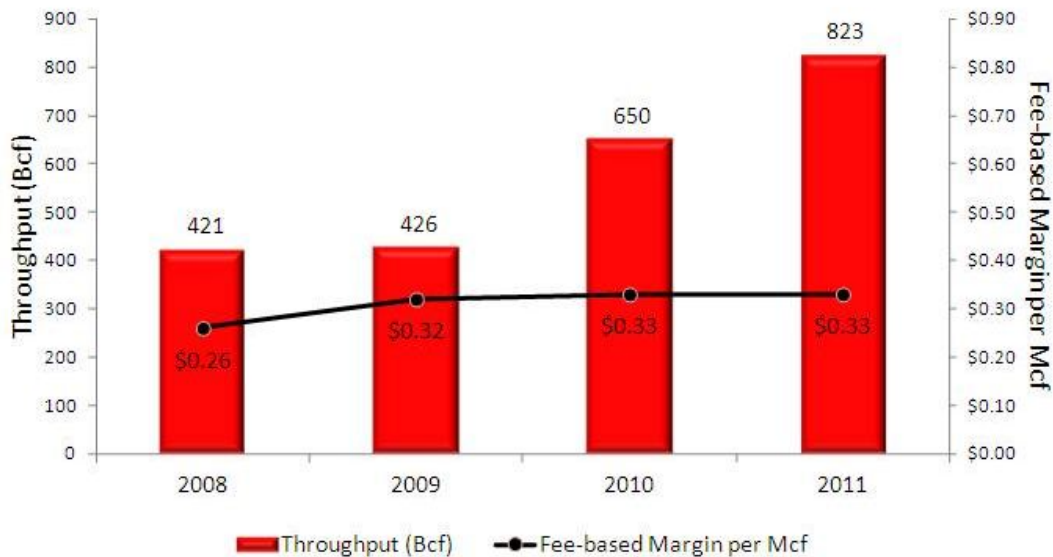
# Field Services 4-Year Margin<sup>1</sup> Contribution



(1) Margin equals revenues minus natural gas expense

(2) Natural gas and liquids

# Field Services 4-Year Margin<sup>1</sup> per Mcf

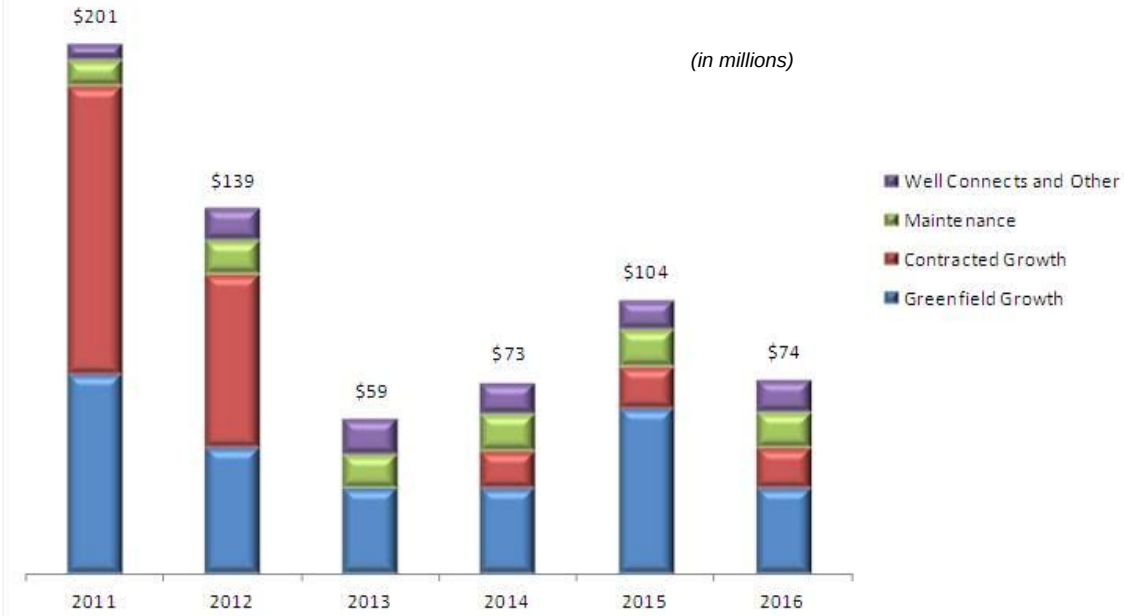


(1) Margin equals revenues minus natural gas expense

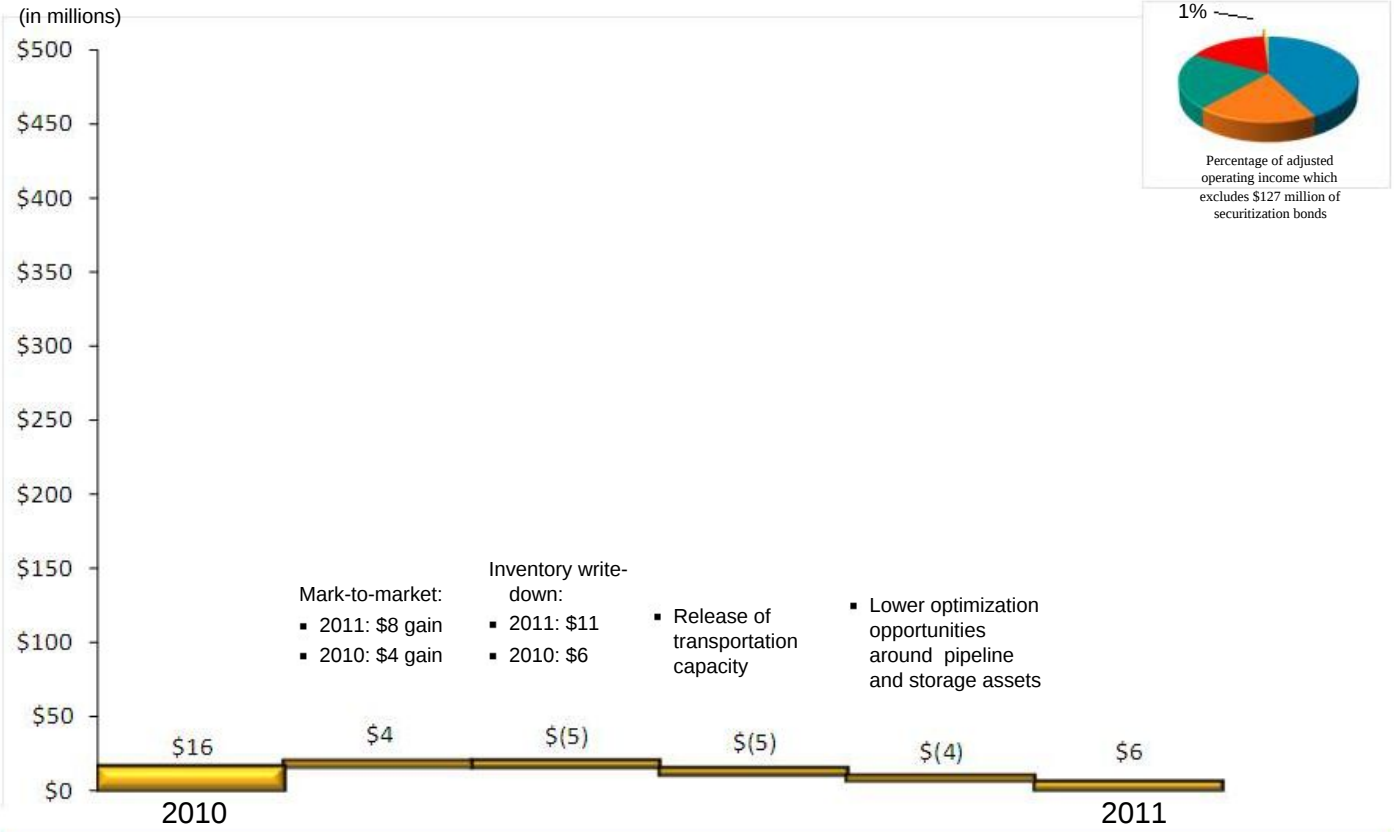
Developing shale plays drove significant capital prior to 2012

Beyond 2012, expect to deploy moderate level of capital under existing contractual arrangements with customers

Capital for significant new opportunities not included



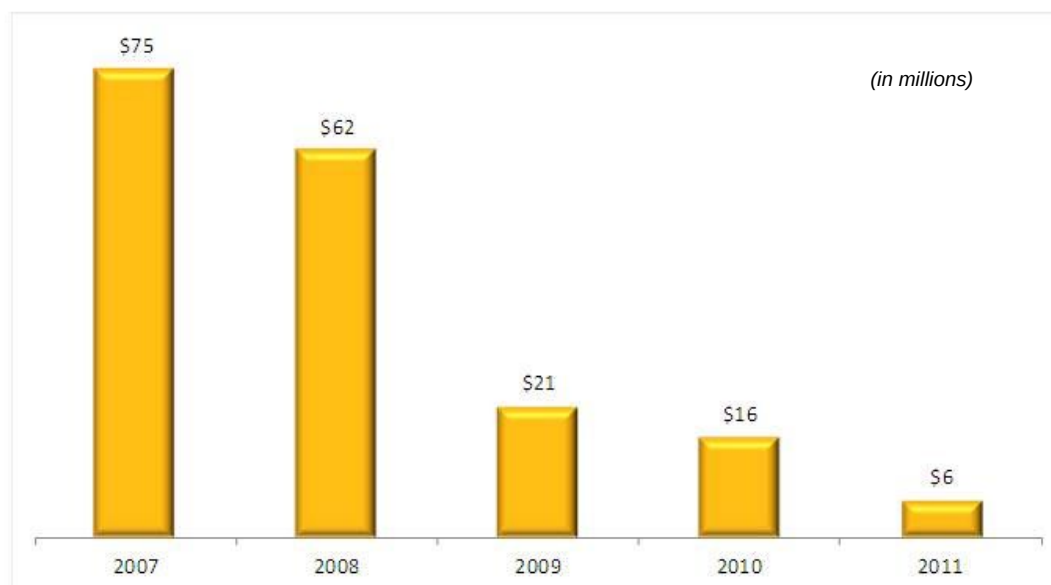
# Competitive Natural Gas Sales & Services 2011 Operating Income Drivers



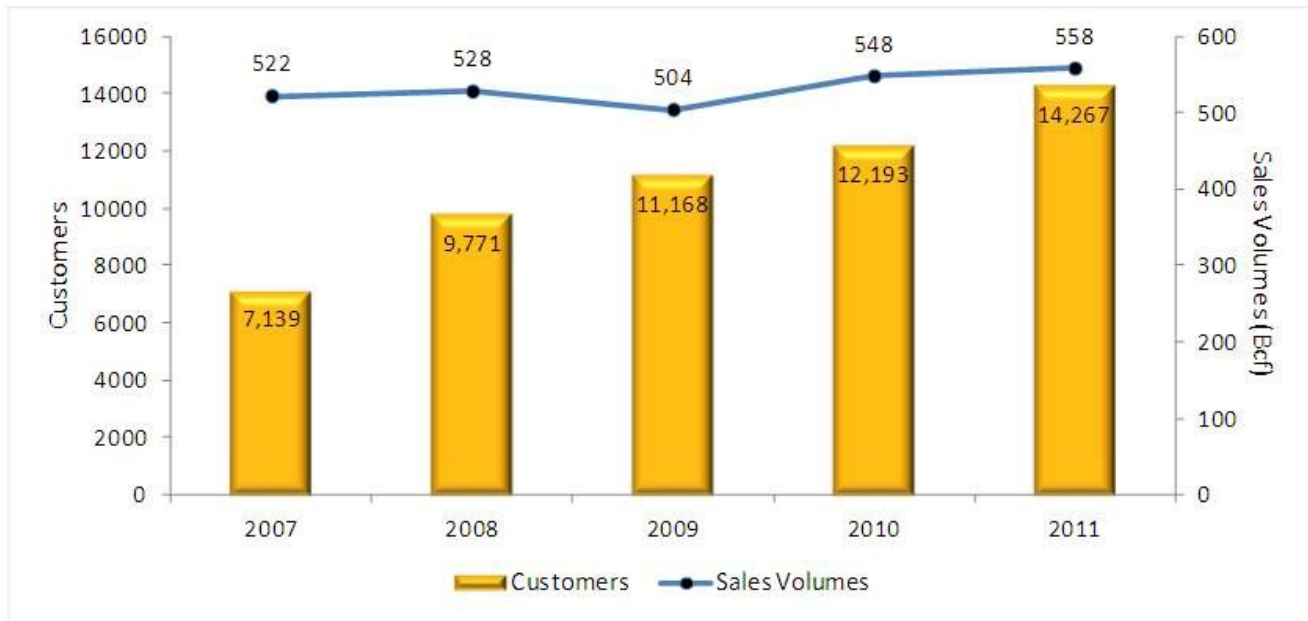


Operating income has been negatively impacted by the significant reductions in basis and seasonal spreads

Pipeline and storage capacity has been reduced to closely match customers requirements



# Competitive Natural Gas Sales & Services Customers and Sales Volumes



# Debt and Capitalization Ratio

## Excluding transition and system restoration bonds



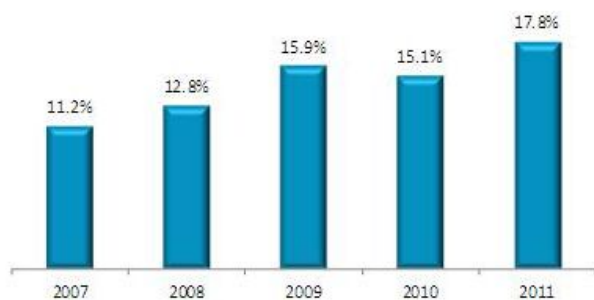
(in millions)

	December 31, 2010	December 31, 2011
Short-term Debt:		
Short-term borrowings	53	62
Current portion of transition and system restoration bonds*	283	307
Current portion of indexed debt (ZENS)**	126	131
Current portion of other long-term debt	19	46
Long-term Debt:		
Transition and system restoration bonds*	2,522	2,215
Other	6,479	6,426
Total Debt	<u>\$ 9,482</u>	<u>\$ 9,187</u>
Less: Transition and system restoration bonds (including current portion)*	<u>2,805</u>	<u>2,522</u>
Total Debt, excluding transition and system restoration bonds	<u>\$ 6,677</u>	<u>\$ 6,665</u>
Total Shareholders' Equity	<u>\$ 3,198</u>	<u>\$ 4,222</u>
Total Capitalization, excluding transition and system restoration bonds	<u>\$ 9,875</u>	<u>\$ 10,887</u>
<b>Total Debt/Total Capitalization, excluding transition and system restoration bonds</b>	<b>67.6%</b>	<b>61.2%</b>

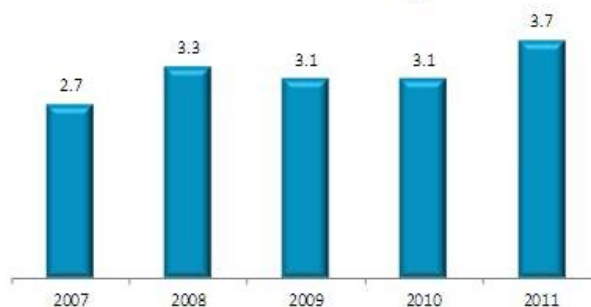
\* The transition and system restoration bonds are non-recourse to CenterPoint Energy and CenterPoint Energy Houston Electric and are serviced through collections of separate charges which are held in trust.

\*\* The debt component reflected on the financial statements was \$131 as of December 31, 2011 and \$126 million as of December 31, 2010. The principal amount on which 2% interest is paid was \$840 million as of December 31, 2011 and December 31, 2010. The contingent principal amount was \$797 as of December 31, 2011 and \$805 million as of December 31, 2010.

### FFO/Total Debt\*



### FFO Interest Coverage\*



\* Calculated per CNP's interpretation of S&P methodology; actual calculations may include other adjustments not anticipated

## Credit Ratings

	Moody's		S&P		Fitch	
	Rating	Outlook	Rating	Outlook	Rating	Outlook
CenterPoint Energy (Senior Unsecured)	Baa3	Stable	BBB	Stable	BBB-	Positive
CEHE (Senior Secured) <sup>(1)</sup>	A3	Stable	A-	Stable	A-	Positive
CERC (Senior Unsecured)	Baa2	Stable	BBB+	Stable	BBB	Stable

(1) General mortgage bonds and first mortgage bonds.

## Available Liquidity (\$MM)

<b>Bank Facilities</b>	<b>Type of Facility</b>	<b>Size of Facility</b>	<b>Amount Utilized at February 13, 2012</b>	<b>Amount Unutilized at February 13, 2012</b>
CenterPoint Energy	Revolver	\$ 1,200	\$ 13 <sup>(1)</sup>	\$ 1,187
CEHE	Revolver	300	4 <sup>(1)</sup>	296
CERC	Revolver	950	-	950
<b>Total Credit Facilities</b>		<b>\$ 2,450</b>	<b>\$ 17</b>	<b>\$ 2,433</b>

(1) Represents outstanding letters of credit.

### Temporary Investments

Investments in Money Market Funds (as of February 13, 2012)	1,486
<b>Available Liquidity</b>	<b>\$ 3,919</b>

# Reconciliation of CEHE Operating Income to Adjusted Operating Income



(in millions)

## Electric Transmission & Distribution

	<u>2007</u>	<u>2008</u>	<u>2009</u>	<u>2010</u>	<u>2011</u>
<b>Operating Income</b>	\$ 561	\$ 545	\$ 545	\$ 567	\$ 623
Transition and System Restoration Bond Companies	(119)	(133)	(131)	(140)	(127)
Competition Transition Charge	(42)	(5)	-	-	-
Final Fuel Reconciliation	(17)	-	-	-	-
<b>Adjusted Operating Income</b>	<u>\$ 383</u>	<u>\$ 407</u>	<u>\$ 414</u>	<u>\$ 427</u>	<u>\$ 496</u>