

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

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

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>Colvin Kristie</u> <hr/> (Last) (First) (Middle) 1111 LOUISIANA <hr/> (Street) HOUSTON TX 77002 <hr/> (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>CENTERPOINT ENERGY INC [ CNP ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>SVP and CAO</u>
	3. Date of Earliest Transaction (Month/Day/Year) <u>02/18/2021</u>	
4. If Amendment, Date of Original Filed (Month/Day/Year)		

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	02/18/2021		A		4,472 <sup>(1)</sup>	A	\$0.00	77,018 <sup>(2)(3)</sup>	D	
Common Stock								51	I	By Savings Plan <sup>(4)</sup>
Common Stock								145	I	By son

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V		Date Exercisable	Expiration Date					

**Explanation of Responses:**

- Time-based restricted stock units ("RSUs") awarded under the Issuer's Long-term Incentive Plan (the "Plan") and vesting (i) in February 2024 if the Reporting Person continues to be an employee of Issuer from the grant date through the vesting date, (ii) in the event of her earlier disability or death, or (iii) on a pro-rata basis upon her earlier retirement unless she satisfies various conditions for full vesting, provided, however, that any such vesting is conditioned upon positive operating income in the last full calendar year of the restricted period except in the case of death or disability.
- Total includes (i) 2,904 time-based restricted stock units ("RSUs") previously awarded under the Issuer's Long-term Incentive Plan (the "Plan") and vesting in February 2021, (ii) 2,737 RSUs previously awarded under the Plan and vesting in February 2022, and (iii) 4,980 RSUs previously awarded under the Plan and vesting in February 2023. The above awards shall vest (i) if the Reporting Person continues to be an employee of Issuer from grant date through vesting date, (ii) in the event of her disability or death, and (iii) for certain of the shares otherwise vesting in February 2023, in the event of her involuntary termination without cause. Also, the above awards shall vest on a pro-rata basis in the event of her retirement unless she satisfies various conditions for full vesting.
- Additionally, includes (i) 6,863 RSUs previously awarded under the Plan and vesting in April 2023 and 5,449 RSUs previously awarded under the Plan and vesting in July 2023 if the Reporting Person continues to be an employee of Issuer from the grant date through the applicable vesting dates; (ii) in the event of her earlier disability or death; (iii) in the event of her involuntary termination without cause; or (iv) on a pro-rata basis upon her earlier retirement unless she satisfies various conditions for full vesting.
- Equivalent shares held in CenterPoint Energy, Inc. Savings Plan.

**Remarks:**

Vincent A. Mercaldi,  
Attorney-in-Fact 02/22/2021  
 \*\* 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.

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