Instruction 1(b).

FORM 4

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

ashington,	D.C.	20549	
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STATEMENT C	OF CHANGES IN	N BENEFICIAL	OWNERSHIP

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

Name and Address of Reporting Person* Nesbitt Martin H.					2. Issuer Name and Ticker or Trading Symbol CENTERPOINT ENERGY INC [CNP]									Check all		,	ting Pe	()	Issuer Owner
(Last)	(Fir	st) (ľ	Middle)			3. Date of Earliest Transaction (Month/Day/Year) 05/01/2023									Office	r (give title	Э	Other below	(specify ()
1111 LOUISIANA					4. If A	4. If Amendment, Date of Original Filed (Month/Day/Year)							6. Individual or Joint/Group Filing (Check Applicable Line)						
(Street)														X F	orm	filed by O	ne Rep	porting Pe	rson
HOUSTO	ON TX	7	7002			Form filed by More than One Reporting Person										porting			
(City) (State) (Zip)						Rule 10b5-1(c) Transaction Indication													
											saction was mi ions of Rule 10					uction or wr	itten pla	an that is in	tended to
		Table	I - No	n-Deriva	tive S	Secu	rities	Acc	quired	, Dis	posed of	, or B	enefic	ially O	wn	ed			
1. Title of Security (Instr. 3) 2. Transact Date (Month/Date)			Execution Date,		3. Transaction Code (Instr. 8) 4. Securities A Disposed Of (5)		s Acquii f (D) (In	red (A) or str. 3, 4 a	nd Sec Ben Owr	5. Amount of Securities Beneficially Owned Following Reported		6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		7. Nature of Indirect Beneficial Ownership (Instr. 4)					
								Code	v	Amount	(A) o (D)	r Price	Tran	Transaction(s) (Instr. 3 and 4)				(111501.4)	
Common	Stock			05/01/2	023				A		5,541(1)	A	\$0		17,017 D				
Common	Stock													1 19.096 1 1 1 1 1 1			See footnote ⁽²⁾		
		Tal	ole II -								osed of, convertib				nec	k			
1. Title of Derivative Conversion or Exercise Price of Derivative Security 1. Title of Derivative Security 2. Conversion Date (Month/Day/Year) if any (Month/Day Month/Day Mon					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 (Inst 3 and 4)		8. Price of Derivative Security (Instr. 5)	ive	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s (Instr. 4)		10. Ownershi Form: Direct (D) or Indirec (I) (Instr. 4	Beneficial Ownership t (Instr. 4)
				Coo		v	(A)	(D)	Date Exercis	sable	Expiration Date	Title	Amount or Number of Shares	er					

Explanation of Responses:

- 1. Shares of common stock granted under the Issuer's Stock Plan for Outside Directors, as amended and restated.
- 2. These shares were previously reported as directly beneficially owned by the Reporting Person ("R.P."), but were contributed on or around September 1, 2020 to MN-CE, LLC, a limited liability company for which the R.P. is the sole manager (the "LLC"). The sole member of the LLC was a grantor retained annuity trust, for which the R.P. is the sole trustee and annuitant. In satisfaction of a required annuity payment from the grantor retained annuity trust, on September 9, 2021, a portion of the interests in the limited liability company were distributed from the grantor retained annuity trust to the R.P. On August 16, 2022, the R.P., through the R.P.'s revocable trust (the "Revocable Trust"), purchased all of the outstanding interests in the LLC held by the grantor retained annuity trust in exchange for a promissory note in the amount of \$432,253.61. The R.P. is the sole manager of the LLC and sole Trustee of the Revocable Trust. The Revocable Trust is the sole member of the LLC.

Remarks:

Vincent A. Mercaldi, Attorney-in-Fact

05/03/2023

** 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.