Edgar Filing: CENTERPOINT ENERGY INC - Form 4

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Form 4 March 02, 2	017								
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FORM	/1 4 UNITED ST	FATES SECU	URITIES A	AND EX	CHAI	NGE C	OMMISSION	OMB	
CI 1.4			ashington					Number:	3235-0287
Check the check	nger							Expires:	January 31, 2005
subject t	to STATEME	ENT OF CHA	CHANGES IN BENEFICIAL OWNE SECURITIES				ERSHIP OF	Estimated a	verage
Section Form 4			SECU	NITIE5				burden hour response	rs per 0.5
Form 5	Filed pursu	ant to Sectior	16(a) of th	ne Securit	ies Ez	xchange	e Act of 1934,	16300136	0.5
obligation may con			•	•	· ·		1935 or Section	ı	
See Inst		30(h) of the	Investmen	t Compan	y Act	t of 194	0		
1(b).									
(Print or Type	Responses)								
							Reporting Person(s) to		
CARROLL MILTON			Symbol				155001		
			CENTERPOINT ENERGY INC [CNP]				(Check all applicable)		
(Last)	(First) (Mic		of Earliest T	ransaction			X_ Director		Owner r (specify
		(Month	n/Day/Year)	ransaction			XOfficer (give below)	titleOthe below)	r (specify
(Last)	ISIANA	(Montl 02/28	n/Day/Year) /2017				X Officer (give below) Exect	title Othe below) itive Chairman	r (specify
		(Montl 02/28 4. If A	n/Day/Year) /2017 mendment, D	ate Origina	l		X Officer (give below) Execu 6. Individual or Joi	title Othe below) itive Chairman	r (specify
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1111 LOUI HOUSTON (City) 1.Title of Security (Instr. 3) Common	ISIANA (Street) J, TX 77002 (State) (Z 2. Transaction Date 2 (Month/Day/Year) I	(Montl 02/28 4. If A Filed(M ^{iip)} T 2A. Deemed Execution Date, i any	n/Day/Year) /2017 mendment, D Aonth/Day/Yea able I - Non-1 3. f Transacti Code r) (Instr. 8)	Derivative 4. Securit or(A) or Di (Instr. 3, 4) Amount 17,165	Securi ies Act sposed 4 and 5 (A) or	quired of (D)	X Officer (give below) Execu 6. Individual or Joi Applicable Line) _X_ Form filed by O Form filed by M Person uired, Disposed of, 5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	title Othe below) utive Chairman int/Group Filin one Reporting Per fore than One Rep fore than One Rep 6 . Ownership Form: Direct (D) or Indirect (I)	r (specify g(Check rson porting y Owned 7. Nature of Indirect Beneficial Ownership
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Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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 control number.

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 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)	4. Transactic Code (Instr. 8)	5. orNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	;	Date	7. Titl Amou Under Secur (Instr.	unt of rlying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Owne Follo Repo Trans (Instr
			Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
CARROLL MILTON 1111 LOUISIANA HOUSTON, TX 77002	Х		Executive Chairman				
Signatures							
Vincent A. Mercaldi, Attorney-in-Fact		03/02/20	17				

<u>**</u>Signature of Reporting Person

Date

Explanation of Responses:

- * 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).
- (1) Vesting of performance shares awarded in 2014 under the Issuer's Long-term Incentive Plan.
- (2) Shares withheld for taxes upon vesting of performance shares.

Total includes (i) 16,660 time-based restricted stock units previously awarded under the Issuer's Long-term Incentive Plan ("LTIP") and vesting in February 2018, (ii) 29,825 time-based restricted stock units previously awarded under the LTIP and vesting in February 2019, and (iii) 22,873 time-based restricted stock units previously awarded under the LTIP and vesting in February 2020. Each of the above

(3) and (m) 22,875 three-based restricted stock units previously awarded under the LTIT and vesting in reordary 2020. Each of the above awards shall vest if the Reporting Person continues to be an employee of Issuer from the grant date through the vesting date and on a pro-rata basis in the event of his earlier retirement, disability or death. Total also includes 30,000 shares previously awarded under the LTIP and vesting in June 2017 in connection with and contingent on his service as Executive Chairman of the Issuer on the vesting date.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.