

CENTERPOINT ENERGY INC  
Form 8-K  
January 04, 2012

**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): December 31, 2011

**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.)

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1111 Louisiana

Houston, Texas  
(Address of principal executive offices)

Registrant's telephone number, including area code: (713) 207-1111

77002  
(Zip Code)

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 3.03. MATERIAL MODIFICATIONS TO RIGHTS OF SECURITY HOLDERS.

On December 31, 2011, the Rights Agreement between CenterPoint Energy, Inc. (the Company ) and JPMorgan Chase Bank, as Rights Agent, dated as of January 1, 2002 (the Rights Agreement ), and the rights issued thereunder, expired by their terms. As a result, the shares of the Company s common stock, \$0.01 par value per share, are no longer accompanied by a right to purchase, under certain circumstances, Series A Preferred Stock, without par value, of the Company. No shares of Series A Preferred Stock were outstanding or had been issued.

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: January 4, 2012

By: /s/ Christopher J. Arntzen  
Christopher J. Arntzen

Vice President, Deputy General Counsel and

Assistant Corporate Secretary