Wareing Peter S Form 4 April 25, 2008

## FORM 4

# OMB APPROVAL

5. Relationship of Reporting Person(s) to

Issuer

information contained in this form are not

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

OMB Number: 3235-0287

Check this box if no longer subject to Section 16. Form 4 or

Expires: January 31, 2005

# STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Estimated average burden hours per response... 0.5

Form 4 or Form 5 obligations may continue. See Instruction

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

2. Issuer Name and Ticker or Trading

Symbol

1(b).

(Print or Type Responses)

Wareing Peter S

1. Name and Address of Reporting Person \*

·			CENTERPOINT ENERGY INC [CNP]			(Check all applicable)				
(Last)	, , , , ,	(Mont	3. Date of Earliest Transaction (Month/Day/Year) 04/24/2008			_X_ Director Officer (g below)	ive title 10% Owner other (specify below)			
	(Street)	4. If A	4. If Amendment, Date Original Filed(Month/Day/Year)			6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person				
HOUSTON, TX 77002							Form filed by More than One Reporting Person			
(City)	(State)	(Zip) T	able I - Non-I	Derivative	Secur	ities Ac	equired, Disposed	l of, or Benefici	ally Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)		Code	Amount	l (A) o l of (E	<b>)</b> )	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)	
Common Stock	04/24/2008		A	4,000 (1)	A	<u>(2)</u>	24,000 (3)	D		
Common Stock							60,000 (4)	I	Elizabeth B. Wareing 1976 Trust	
Common Stock							10,000 (5)	I	Wareing & Company, Ltd.	
Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.										
Persons who respond to the collection of SEC 1474										

(9-02)

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required to respond unless the form displays a currently valid OMB control number.

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

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exerc	cisable and	7. Titl	e and	8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transaction	onNumber	Expiration D	ate	Amou	nt of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Under	lying	Security	Secui
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Securi	ities	(Instr. 5)	Bene
	Derivative				Securities			(Instr.	3 and 4)		Owne
	Security				Acquired						Follo
					(A) or						Repo
					Disposed						Trans
					of (D)						(Instr
					(Instr. 3,						
					4, and 5)						
									Amount		
						Date	Expiration	T:41-	or Name land		
						Exercisable	Date		Number		
				C + V	(A) (D)				of		
				Code V	(A) (D)				Shares		

### **Reporting Owners**

Reporting Owner Name / Address	Relationships						
Transfer and an area are	Director	10% Owner	Officer	Other			
Wareing Peter S							
1111 LOUISIANA	X						
HOUSTON, TX 77002							

## **Signatures**

Peter S.
Wareing

\*\*Signature of Reporting Person

O4/25/2008

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).
- This common stock is time-based restricted stock awarded to outside directors then in office as of May 1, 2008. Shares will vest in one-third increments on May 1, 2009, May 1, 2010 and May 1, 2011 if the reporting person is a director of Issuer through such dates; provided however, the shares become fully vested in the event of a change of control of issuer.
- (2) Price is not applicable.
  - Includes 1,000 shares of time-based restricted stock awarded in 2005 that will vest on July 1, 2008; 2,000 shares of time-based restricted stock awarded in 2006 that will vest in 1,000 share increments on June 1, 2008 and June 1, 2009; and 4,000 shares of time-based
- (3) restricted stock awarded in 2007 that will vest in one-third increments on June 1, 2008, June 1, 2009 and June 1, 2010 if the reporting person is a director of Issuer through such dates; provided however, the shares become fully vested in the event of a change of control of issuer.
- (4) Shares of CNP common stock held in trust, of which reporting person's spouse is a trustee and the beneficiary. The filing of this Form 4 shall not be deemed an admission that the reporting person is, for purposes of Section 16 of the Securities Exchange Act of 1934, as

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amended, the beneficial owner of such equity securities.

(5) The reporting person is a general partner of the partnership that owns the reported securities. The reporting person disclaims beneficial ownership of the reported securities except to the extent of his pecuniary interest.

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.