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): June 24, 2024

Registrant, State or Other Jurisdiction
of Incorporation or Organization

Commission file number	Address of Principal Executive Offices, Zip Code and Telephone Number	I.R. Ident
1-31447	**CenterPoint Energy, Inc.** (a Texas corporation) 1111 Louisiana Houston Texas 77002 (713) 207-1111	74
1-3187	**CenterPoint Energy Houston Electric, LLC** (a Texas limited liability company) 1111 Louisiana Houston Texas 77002 (713) 207-1111	22

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filin 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 C 240.14d-2(b))

☐ Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 C 240.13e-4(c))

Securities registered pursuant to Section 12(b) of the Act:

Registrants	Title of each class	Trading Symbol(s)	Name of ea on which
CenterPoint Energy, Inc.	Common Stock, $0.01 par value	CNP	The New Excl
			NYSE
CenterPoint Energy Houston Electric, LLC	6.95% General Mortgage Bonds due 2033	n/a	The New Excl

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of Act of 1933 (§230.405) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2).

Emerging Growth Company ☐

If an emerging growth company, indicate by check mark if the registrant has elected not to use the exten period for complying with any new or revised financial accounting standards provided pursuant to Sectio Exchange Act. ☐

Item 1.01 Entry into a Material Definitive Agreement.

On June 24, 2024, CenterPoint Energy Houston Electric, LLC (the “Company”), a wholly owned subs CenterPoint Energy, Inc. (“CenterPoint Energy”), entered into a delayed draw term loan agreement (the Agreement”) among Mizuho Bank, Ltd., as administrative agent, and the banks party thereto, pursuant t banks have committed to provide term loans in an aggregate principal amount of up to $300 million. The Agreement also permits the Company to request additional commitments and/or additional loans, such a commitments and/or loans not to exceed $200 million and subject to the satisfaction of certain customary precedent. The Company intends to use the proceeds for working capital to support liquidity needs from Storm Events (as defined below) and general limited liability company purposes. The maturity date for th under the Term Loan Agreement is December 24, 2025.

Borrowings under the Term Loan Agreement bear interest, at the Company’s option, at a rate equal (i) Term SOFR (as defined in the Term Loan Agreement), which includes an adjustment of 0.10% per ann margin of 1.0% or (ii) the Alternate Base Rate (as defined in the Term Loan Agreement). The Term Loan contains certain covenants, including a covenant that requires the Company not to exceed a ratio of cons (excluding, among other things, transition and system restoration bonds) to consolidated capitalization (among other things, non-cash reductions to net income) of 67.5%. The Term Loan Agreement provides a increase of the permitted ratio under this covenant to 70% if the Company or its subsidiaries experiences damages from a natural disaster in its service territory and, among other conditions, the Company certif administrative agent that the system restoration costs incurred by the Company and its subsidiaries in c that natural disaster are reasonably likely to exceed $100 million in a consecutive twelve-month period, which the Company or one of its subsidiaries intend to seek to recover through securitization financing. temporary increase in the financial ratio covenant would be in effect from the date the Company delivers certification until the earliest to occur of (i) the completion of the securitization financing, (ii) the first an the date of such certification or (iii) the revocation by the Company of such certification.

Borrowings under the Term Loan Agreement may be voluntarily prepaid without penalty or premiu customary breakage costs related to prepayments of loans that bear interest based on Term SOFR. The T Agreement also provides a mechanism to replace Term SOFR or other then-applicable interest rate benc are no longer available.

Borrowings under the Term Loan Agreement are subject to acceleration upon the occurrence of eve that the Company considers customary. The Term Loan Agreement also provides for the payment of cust including administrative agent fees, ticking fees and other fees.

The Term Loan Agreement described above is filed as Exhibit 10.1 to this Current Report on Form 8 incorporated by reference herein. The foregoing summary does not purport to be complete and is qualifi entirety by reference to the Term Loan Agreement.

Mizuho Bank, Ltd., TD Bank, N.A. and U.S. Bank National Association have each committed to provi under the Term Loan Agreement and each of them and/or their respective affiliates have performed depo other banking, investment banking, trust, investment management and advisory services for the Compa affiliates from time to time for which they have received customary fees and expenses and may, from tim engage in transactions with and perform services for the Company and its affiliates in the ordinary cours business. Mizuho Bank, Ltd., TD Bank, N.A. and U.S. Bank National Association also serves as lenders an under other credit agreements of the Company and its affiliates.

Item 2.03 Creation of a Direct Financial Obligation or an Obligation under Off-Balance Sheet Arrangement of a Registrant.

The information included in Item 1.01 of this Current Report on Form 8-K is incorporated by referen Item 2.03.

Item 7.01 Regulation FD Disclosure.

The Company's service territory experienced sudden and destructive severe weather events in May
included Category 2 Hurricane-like winds and tornadoes (collectively, the "May 2024 Storm Events"). Th
Storm Events caused significant damage to the Company's electric delivery system. For example, damag
May 16, 2024 storm resulted in electric service interruptions peaking at nearly 922,000 customers. In re
certain of these weather events, the Company implemented its emergency operations plan's processes a
developed to respond to such events, including establishing an incident command center, activating reso
support its restoration efforts and calling for assistance from other utilities where needed, among other
Company has remained in contact with its regulators and stakeholders, including federal, state and local
well as the Public Utility Commission of Texas (the "PUCT") and the Electric Reliability Council of Texas
May 2024 Storm Events.

The Company estimates that total costs to restore the electric delivery facilities damaged as a result
2024 Storm Events will be in the range of $425 to $475 million based on currently available information.
estimates are subject to revisions as certain restoration costs may continue through the end of 2024, wit
ongoing repairs to our transmission facilities to continue into 2025.

The ultimate recovery of costs is expected to be sought through traditional regulatory mechanisms
securitization bonds, as applicable. The Company expects to obtain recovery of a portion of the May 202
storm restoration costs that are functionalized to distribution through the issuance of non-recourse secu
bonds. Assuming those bonds are issued, the Company expects to recover the amount of storm restoratio
approved by the PUCT out of the net proceeds from the bond offering, with the debt service and other fi
of the bonds being paid over the term of the bonds through a storm restoration charge imposed on the C
customers.

CenterPoint Energy reaffirms its previously announced non-GAAP earnings guidance.

Use of Non-GAAP Financial Measures

As included in this Current Report, 2024 non-GAAP earnings per diluted share, is a non-GAAP meas
excludes earnings and losses from the change in value of CenterPoint Energy's 2.0% Zero-Premium Exch
Subordinated Notes due 2029 ("ZENS") and related securities, and the gain and impact, including relate
associated with mergers and divestitures, such as the divestiture of Energy Systems Group, LLC and Ce
Energy's Louisiana and Mississippi natural gas local distribution company businesses. In providing 2024
guidance, CenterPoint Energy does not consider the items noted above and other potential impacts such
accounting standards, impairments, or other unusual items, which could have a material impact on GAA
results for the applicable guidance period. The 2024 non-GAAP guidance range also considers assumptio
significant variables that may impact earnings, such as customer growth and usage including normal we
throughput, recovery of capital invested, effective tax rates, financing activities and related interest rate
regulatory and judicial proceedings. To the extent actual results deviate from these assumptions, the 202
EPS guidance range may not be met, or the projected annual non-GAAP EPS growth rate may change. Ce
Energy is unable to present a quantitative reconciliation of forward-looking non-GAAP diluted earnings p
without unreasonable effort because changes in the value of ZENS and related securities, future impair
other unusual items are not estimable and are difficult to predict due to various factors outside of mana
control.

Management evaluates CenterPoint Energy's financial performance in part based on non-GAAP ear
share. Management believes that presenting this non-GAAP financial measure enhances an investor's un
CenterPoint Energy's overall financial performance by providing them with an additional meaningful and
comparison of anticipated future results across periods. The adjustments made in this non-GAAP financi
exclude items that management believes do not most accurately reflect CenterPoint Energy's fundament
performance. CenterPoint Energy's non-GAAP diluted earnings per share measures should be considere
supplement to, and not as a substitute for, or superior to, diluted earnings per share, which is the most d
comparable GAAP financial measure. This non-GAAP financial measure also may be different than non-G
measures used by other companies.

Forward-Looking Statements

This Current Report may contain “forward-looking statements” within the meaning of Section 27A o
Act and Section 21E of the Exchange Act. All statements other than statements of historical fact includec
Current Report are forward-looking statements made in good faith by us and are intended to qualify for t
from liability established by the Private Securities Litigation Reform Act of 1995. When used in this Curr
words “anticipate,” “believe,” “continue,” “could,” “estimate,” “expect,” “forecast,” “goal,” “intend,” “ma
“plan,” “potential,” “predict,” “projection,” “should,” “target,” “will” or other similar words are intended
forward-looking statements. These forward-looking statements are based upon assumptions of managem
believed to be reasonable at the time made and are subject to significant risks and uncertainties. Actual
results

may differ materially from those expressed or implied by these forward-looking statements. The Compan obligation and does not intend to update or revise these forward-looking statements, whether as a result information, future events or otherwise, except as required by securities and other applicable laws. Forw statements include, but are not limited to, the Company's anticipated borrowings pursuant to the Term L Agreement, the Company's estimates regarding system restoration costs for the damage resulting from t Storm Events, CenterPoint Energy's earnings guidance and the timing and approval of securitization legi forward-looking statement contained in this Current Report speaks only as of the date of this report. Imp that could cause actual results to differ materially from those indicated by the provided forward-looking include, but are not limited to, risks and uncertainties relating to: (1) CenterPoint Energy's business stra strategic initiatives, restructurings, joint ventures and acquisitions or dispositions of assets or businesse announced sale of CenterPoint Energy's Louisiana and Mississippi natural gas LDC businesses, and the of Energy Systems Group, LLC, which CenterPoint Energy cannot assure will have the anticipated benef (2) industrial, commercial and residential growth in CenterPoint Energy's service territories and change demand; (3) CenterPoint Energy's ability to fund and invest planned capital, and the timely recovery of i (4) financial market and general economic conditions, including access to debt and equity capital and inf rates and instability of banking institutions, and their effect on sales, prices and costs; (5) disruptions to supply chain and volatility in commodity prices; (6) actions by credit rating agencies, including any poter downgrades to credit ratings; (7) the timing and impact of regulatory proceedings and actions and legal including those related to the Company's mobile generation; (8) legislative decisions, including tax and d related to the environment such as global climate change, air emissions, carbon, waste water discharges handling of coal combustion residuals, among others, and CenterPoint Energy's net zero and carbon emi reduction goals; (9) the impact of pandemics; (10) weather variations and CenterPoint Energy's ability to weather impacts, including the approval and timing of securitization issuances; (11) the impact of potent (12) changes in business plans; (13) CenterPoint Energy's ability to execute on its initiatives, targets and including its net zero and carbon emissions reduction goals and operations and maintenance goals; and (factors discussed in CenterPoint Energy's Annual Report on Form 10-K for the fiscal year ended Decemb and Quarterly Report on Form 10-Q for the quarter ended March 31, 2024, including in the "Risk Factors "Cautionary Statement Regarding Forward-Looking Information" sections of such reports, and other repo CenterPoint Energy or its subsidiaries may file from time to time with the Securities and Exchange Comm

The information included in this Item 7.01 is furnished, not filed, pursuant to Item 7.01. Accordingly information will be deemed "filed" for purposes of Section 18 of the Securities Exchange Act of 1934, as otherwise subject to the liability of that section, as amended, and the information will not be incorporate into any registration statement filed by CenterPoint Energy or the Company under the Securities Act of 1 amended, unless specifically identified as being incorporated by reference.

Item 9.01 Financial Statements and Exhibits.

The exhibit listed below is filed herewith. The Term Loan Agreement included as an exhibit is includ provide information to investors regarding its terms. The Term Loan Agreement listed below may contai representations, warranties and other provisions that were made, among other things, to provide the pa with specified rights and obligations and to allocate risk among them, and such agreement should not be constituting or providing any factual disclosures about us, any other persons, any state of affairs or othe

(d) Exhibits.

EXHIBIT NUMBER	EXHIBIT DESCRIPTION
10.1	Term Loan Agreement dated as of June 24, 2024 among CenterPoint Energy Houston Electric, LLC as borrower, Mizuho Bank, Ltd., as administrative agent, and the banks party thereto.
104	Cover Page Integrative Data File (embedded within the Inline XBRL document).

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly c
report to be signed on its behalf by the undersigned hereunto duly authorized.

CENTERPOINT ENERGY, INC.

Date: June 24, 2024	By:	/s/ Kristie L. Colvin
		Kristie L. Colvin
		Senior Vice President and Chief Accou

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly c
report to be signed on its behalf by the undersigned hereunto duly authorized.

CENTERPOINT ENERGY HOUSTON EL

Date: June 24, 2024	By:	/s/ Kristie L. Colvin
		Kristie L. Colvin
		Senior Vice President and Chief Accou