

CENTERPOINT ENERGY INC  
Form 11-K  
June 10, 2014  
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# SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, D.C. 20549

## FORM 11-K

(Mark One)

ANNUAL REPORT PURSUANT TO SECTION 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

For the Fiscal Year Ended December 31, 2013

OR

TRANSITION REPORT PURSUANT TO SECTION 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934 [NO FEE REQUIRED]

For the transition period from \_\_\_\_\_ to \_\_\_\_\_

Commission file number 1-31447

A. Full title of the plan and address of the plan, if different from that of the issuer named below:

**CenterPoint Energy Savings Plan**

B. Name of issuer of the securities held pursuant to the plan and the address of its principal executive office:

**CenterPoint Energy, Inc.**

**1111 Louisiana Street**

**Houston, Texas 77002**

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**CENTERPOINT ENERGY SAVINGS PLAN**

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**REPORT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM**

To the Participants and Plan Administrator of the CenterPoint Energy Savings Plan:

We have audited the accompanying statements of net assets available for benefits of the CenterPoint Energy Savings Plan (Plan) as of December 31, 2013 and 2012, and the related statement of changes in net assets available for benefits for the year ended December 31, 2013. These financial statements are the responsibility of the Plan's management. Our responsibility is to express an opinion on these financial statements based on our audits.

We conducted our audits in accordance with standards of the Public Company Accounting Oversight Board (United States). Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audits provide a reasonable basis for our opinion.

In our opinion, the financial statements referred to above present fairly, in all material respects, the net assets available for benefits of the Plan as of December 31, 2013 and 2012, and the changes in net assets available for benefits for the year ended December 31, 2013 in conformity with accounting principles generally accepted in the United States of America.

Our audits were conducted for the purpose of forming an opinion on the basic financial statements taken as a whole. The supplemental schedule of assets (held at end of year) is presented for the purpose of additional analysis and is not a required part of the basic financial statements, but is supplementary information required by the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974. The supplemental schedule is the responsibility of the Plan's management. The supplemental schedule has been subjected to the auditing procedures applied in our audit of the basic financial statements and, in our opinion, is fairly stated in all material respects in relation to the basic financial statements taken as a whole.

/s/ McConnell & Jones LLP

Houston, Texas

June 10, 2014

**Table of Contents****CENTERPOINT ENERGY SAVINGS PLAN****STATEMENTS OF NET ASSETS AVAILABLE FOR BENEFITS**

|  | December 31,            |                         |
|--|-------------------------|-------------------------|
|  | 2013                    | 2012                    |
| <b>ASSETS</b>  |                         |                         |
| Investments, at fair value (see Note 3)  | \$ 1,986,588,466        | \$ 1,710,540,219        |
| Receivables:   |                         |                         |
| Notes receivable from participants   | 40,395,034              | 40,040,033              |
| Dividends and interest   | 209,539                 | 368,843                 |
| Participant contributions  | 32,134                  | 34,041                  |
| Employer contributions   | 329,436                 |                         |
| Pending investment transactions  | 186,322                 | 64,200                  |
| <b>Total receivables</b>   | <b>41,152,465</b>       | <b>40,507,117</b>       |
| <b>Total Assets</b>  | <b>2,027,740,931</b>    | <b>1,751,047,336</b>    |
| <b>LIABILITIES</b>   |                         |                         |
| Pending investment transactions  | 165,090                 | 69,337                  |
| Other  | 788,205                 | 615,430                 |
| <b>Total Liabilities</b>   | <b>953,295</b>          | <b>684,767</b>          |
| <b>NET ASSETS AVAILABLE FOR BENEFITS AT FAIR VALUE</b>   | <b>2,026,787,636</b>    | <b>1,750,362,569</b>    |
| Adjustment from fair value to contract value for fully benefit-responsive investment contracts | (2,212,204)             | (6,119,652)             |
| <b>NET ASSETS AVAILABLE FOR BENEFITS</b>   | <b>\$ 2,024,575,432</b> | <b>\$ 1,744,242,917</b> |

See accompanying Notes to Financial Statements.

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**CENTERPOINT ENERGY SAVINGS PLAN**

**STATEMENT OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS**

**FOR THE YEAR ENDED DECEMBER 31, 2013**

|  |                         |
|--|-------------------------|
| <b>Investment Income:</b>                                  |                         |
| Net appreciation in fair value of investments (see Note 5) | \$ 295,217,770          |
| Dividends and interest                                     | 28,054,530              |
| <b>Total Investment Income</b>                             | <b>323,272,300</b>      |
| <b>Interest on notes receivable from participants</b>      | <b>1,648,488</b>        |
| <b>Contributions:</b>                                      |                         |
| Participant  | 55,727,194              |
| Employer   | 38,150,512              |
| Rollover   | 2,647,649               |
| <b>Total Contributions</b>                                 | <b>96,525,355</b>       |
| <b>Expenses:</b>   |                         |
| Benefit payments   | 137,320,644             |
| Administrative expenses                                    | 3,792,984               |
| <b>Total Expenses</b>                                      | <b>141,113,628</b>      |
| <b>INCREASE IN NET ASSETS AVAILABLE FOR BENEFITS</b>       | <b>280,332,515</b>      |
| <b>NET ASSETS AVAILABLE FOR BENEFITS:</b>                  |                         |
| <b>BEGINNING OF YEAR</b>                                   | <b>1,744,242,917</b>    |
| <b>END OF YEAR</b>   | <b>\$ 2,024,575,432</b> |

See accompanying Notes to Financial Statements.

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**CENTERPOINT ENERGY SAVINGS PLAN**

**Notes to Financial Statements**

**December 31, 2013 and 2012**

**1. Description of the Plan**

The following description of the CenterPoint Energy Savings Plan (Plan) provides only general information. Participants (as defined below) should refer to the Plan document for a more complete description of the Plan's provisions. In the case of any discrepancy between this summary and the Plan document, the Plan document will govern.

**(a) General**

The Plan is a defined contribution plan established in accordance with Sections 401(a) and 401(k) of the Internal Revenue Code of 1986, as amended (IRC) and is subject to the provisions of the Employee Retirement Income Security Act of 1974 (ERISA). Effective January 1, 2009, the Plan is a "safe harbor" 401(k) plan under the IRC, which means it is deemed to satisfy certain deferral and contribution testing requirements.

Participants include all employees of CenterPoint Energy, Inc. (Company or CenterPoint Energy) and those subsidiaries and affiliates of the Company that have adopted the Plan except (a) employees covered by a collective bargaining agreement unless such agreement provides for participation in the Plan, (b) leased employees, (c) independent contractors or (d) non-resident aliens who receive no United States sourced income (Participants).

**(b) Contributions**

Participants may contribute, on a pre-tax and after-tax basis, up to 50% and 16% of eligible compensation, respectively, not to exceed the Internal Revenue Service (IRS) compensation limit as defined in the Plan. Active Participants age 50 or over may contribute an additional pre-tax contribution not to exceed the IRS limit (\$5,500 for 2013); however, the Company generally does not provide the match on such "catch-up" contributions, unless a matching contribution is required to meet the safe harbor plan provisions under the IRC. Participants may also contribute amounts representing rollover eligible distributions from other defined benefit or defined contribution plans, IRC Section 403(b) annuity plans, IRC Section 457 governmental plans or conduit Individual Retirement Accounts that have been holding a distribution from a qualified plan. Participants direct their contributions into the various eligible investment options offered by the Plan.

All new employees are automatically enrolled in the Plan to make pre-tax contributions. An employee who has been automatically enrolled is deemed to have elected to defer pre-tax contributions (Automatic Contribution). The initial pre-tax contribution is three percent of the employee's eligible compensation on a payroll-period basis. The contribution percentage is increased by an increment of one percent on April 1 in each of the following years until it reaches six percent of compensation on a payroll-period basis.

A notice is provided to all employees who have been automatically enrolled in the Plan (Automatic Enrollment Notice). In general, an employee has 30 days after receiving the Automatic Enrollment Notice to elect not to make any pre-tax contributions or choose a different contribution percentage.

Contributions, including all related employer matching contributions, made under the Automatic Contribution provision of the Plan are invested in the default investment fund as defined in the Plan. Employees may elect to change the Automatic Contribution percentage and/or direct the contributions to any of the investment options offered under the Plan at any time after the commencement of the Automatic Contribution. The Company matches 100% of the first six percent of eligible compensation.

Participants may elect to invest all or a portion of their contributions to the Plan in the Company Common Stock Fund. In addition, Participants may elect to have dividends paid on their investment in the Company Common Stock Fund either reinvested in the Company Common Stock Fund or paid to them in cash, and they can transfer all or part of their investment in the Company Common Stock Fund to the other investment options offered by the Plan. Employer contributions are made in the form of cash and are invested in accordance with Participant elections.

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Contributions are subject to certain limitations as set forth under the IRC or the limits set forth in the Plan document.



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**Notes to Financial Statements**

**December 31, 2013 and 2012**

***(c) Investment Options***

The Plan offered the following investment funds (Funds) as of December 31, 2013:

Balanced Fund

Company Common Stock Fund

Fixed Income Fund

International Equity Fund

Large Company Growth Fund

Large Company Value Fund

S&P 500 Index Fund

Small Company Fund

Stable Value Fund

Vanguard Target Retirement Income Fund

Vanguard Target Retirement 2010 Fund

Vanguard Target Retirement 2015 Fund

Vanguard Target Retirement 2020 Fund

Vanguard Target Retirement 2025 Fund

Vanguard Target Retirement 2030 Fund

Vanguard Target Retirement 2035 Fund

Vanguard Target Retirement 2040 Fund

Vanguard Target Retirement 2045 Fund

Vanguard Target Retirement 2050 Fund

Vanguard Target Retirement 2055 Fund

Upon enrollment in the Plan, Participants may direct contributions, in one percent increments, in any of the investment options. Participants should refer to the Plan prospectus for a detailed description of each Fund.

**(d) Participant Accounts**

Individual accounts are maintained for each Participant. Each Participant's account is credited with the Participant's contributions and with allocations of the Company contributions and Plan earnings. Each Participant's account is also charged with an allocation of administrative expenses. Allocations are based on Participant account balances. A Participant is entitled to their vested account balance.

**(e) Vesting and Forfeitures**

Participants are immediately fully vested in all contributions and actual earnings thereon. As a result, there are no forfeitures.

**(f) Notes Receivable From Participants**

A Participant may borrow against their vested account balance. The maximum amount that a Participant may borrow is the lesser of (a) \$50,000, reduced by the excess, if any, of the highest outstanding balance of loans to the Participant from all plans maintained by the Company or an affiliated entity during the one-year period ending on the day before the date on which such loan is made, over the outstanding balance of loans from the Plan on the date on which such loan is made or (b) 50% of the value of the Participant's vested account balance under the Plan.

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**CENTERPOINT ENERGY SAVINGS PLAN**

**Notes to Financial Statements**

**December 31, 2013 and 2012**

The loans are secured by the pledge of a portion of the Participant's right, title and value of the Participant's vested account balance under the Plan as determined immediately after the loans are made. The minimum loan amount is \$500. Loans may be repaid over a period of up to five years and are subject to a \$50 origination fee. Interest rates are fixed at the prime rate listed in The Wall Street Journal for the first of each month in which the loan is requested plus one percent. Loan transactions are treated as a transfer to (from) the investment fund from (to) notes receivable from participants.

***(g) Payment of Benefits***

Upon termination of employment, a Participant whose account exceeds \$1,000 may elect, upon written request at any time, to receive a distribution in a single lump-sum payment or fixed monthly, quarterly, semi-annual or annual installments over a period of ten years or less. Such distributions are generally paid in the form of cash; however, if the Participant has investments in the Company Common Stock Fund, the Participant may elect an in-kind distribution of the Participant's account balance in the Company Common Stock Fund.

Generally, to the extent a Participant has not requested a distribution by the time he or she reaches age 70<sup>1/2</sup>, required minimum distributions will be made consistent with the terms and conditions of the Plan and the requirements of the IRC. Immediate lump-sum distributions are made for accounts which do not exceed \$1,000.

A Participant who is under age 59<sup>1/2</sup> may make a withdrawal from amounts attributable to after-tax contributions and, if applicable, rollover contributions in the Plan and associated earnings. If a Participant who is under age 59<sup>1/2</sup> and has less than five years of service withdraws matched after-tax contributions, the Participant will be suspended from Plan participation for six months. A Participant who is age 59<sup>1/2</sup> or older may make unlimited withdrawals from pre-tax contributions, after-tax contributions, vested portion of prior Plan accounts, rollover account and any associated earnings.

The Plan allows active participants under age 59<sup>1/2</sup> to apply for a hardship withdrawal from amounts attributable to the pre-tax contributions (not including any earnings and gains thereon) in accordance with Plan provisions. Participants are not permitted to make any pre-tax or after-tax contributions for a period of six months immediately following a hardship withdrawal.

***(h) Administration***

The assets of the Plan are held in trust by The Northern Trust Company (Trustee). Aon Hewitt is the recordkeeper for the Plan. The Benefits Committee of CenterPoint Energy, Inc. (Committee), appointed by the Board of Directors of the Company, is the Plan Administrator (Plan Administrator). The Committee retains an independent investment consultant to provide investment advice with respect to the Funds other than the Company Common Stock Fund.

***(i) Termination of the Plan***

Although it has not expressed any intent to do so, the Company may terminate the Plan at any time subject to the provisions of ERISA and must give written notice to the Trustee.

**2. Summary of Accounting Policies**

*(a) Basis of Accounting and Use of Estimates*

The financial statements of the Plan are prepared on the accrual basis of accounting in conformity with accounting principles generally accepted in the United States of America, referred to as GAAP. The preparation of the Plan financial statements in conformity with GAAP requires the Plan administrator to make estimates and assumptions that affect the reported amounts of net assets available for benefits at the date of the financial statements and the changes in net assets available for benefits during the reporting period and, when applicable, disclosures of contingent assets and liabilities at the date of the financial statements. Actual results could differ from those estimates.

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**Notes to Financial Statements**

**December 31, 2013 and 2012**

***(b) Investment Valuation and Income Recognition***

The investments in all Funds of the Plan are reported at fair value. Fair value is the price that would be received upon the sale of an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. Investments are reflected at fair value in the financial statements, except for fully benefit-responsive investment contracts which are stated at contract value. Security transactions are recorded as of the trade date. Interest income is recorded on the accrual basis. Dividends are recorded on the ex-dividend date.

Investment contracts held by a defined contribution plan are required to be reported at fair value; however, contract value is the relevant measurement attributed for that portion of the net assets available for benefits, because it represents the amount Participants would receive if they were to initiate permitted transactions under the terms of the Plan. The Statement of Net Assets Available for Benefits presents the fair value of the investment contracts, as well as the adjustment of the fully benefit-responsive contracts from fair value to contract value. The Statement of Changes in Net Assets Available for Benefits is prepared on a contract-value basis.

***(c) Notes Receivable From Participants***

Notes receivable from participants are measured at their unpaid principal balance plus any accrued but unpaid interest. Delinquent participant notes are reclassified as distributions based upon the terms of the Plan. Interest income on notes receivable from participants is recorded when it is earned.

***(d) Payment of Benefits***

Benefits are recorded when paid.

***(e) Plan Expenses***

Direct Plan expenses such as trustee, recordkeeping, auditing and investment management fees and certain general administrative expenses are paid from the Plan assets. These expenses are shown as a separate component in the Statement of Changes in Net Assets Available for Plan Benefits. Plan expenses other than the aforementioned items are included as a component of investment gains and losses and reported on Schedule C of Form 5500 as indirect compensation.

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**Notes to Financial Statements**

**December 31, 2013 and 2012**

**3. Fair Value Measurements**

Financial Accounting Standards Board (FASB) *Accounting Standards Codification (ASC) 820, Fair Value Measurements and Disclosures* establishes a framework for measuring fair value as it relates to financial assets and liabilities and to non-financial assets and liabilities measured at fair value on a recurring basis. That framework provides a three-level valuation hierarchy based upon observable and unobservable inputs, with preference given to observable inputs. The three levels of the fair value hierarchy under FASB ASC 820 are described below:

- Level 1 Inputs are unadjusted quoted prices in active markets for identical assets or liabilities;
- Level 2 Inputs, other than quoted prices included in Level 1, are observable either directly or indirectly. Level 2 inputs include quoted prices for similar instruments in active markets, and inputs other than quoted prices that are observable for the assets or liabilities; and
- Level 3 Inputs are unobservable for the asset or liability, and include situations where there is little, if any, market activity for the asset or liability. Unobservable inputs reflect the Plan's judgments about the assumptions market participants would use in pricing the asset or liability since limited market data exists. Unobservable inputs are based on the best information available in the circumstances, which might include the Plan's own data.

Following is a description of the valuation methodologies used for assets measured at fair value. There have been no changes in the methodologies used at December 31, 2013 and 2012:

|                                  |  |
|----------------------------------|--|
| Common stocks                    | Valued at the closing price reported on the active market in which the individual securities are traded.   |
| Mutual funds                     | Valued at the net asset value of shares held by the Plan. The share value is based on the market quoted price at the end of the day.   |
| Common or collective trust funds | Valued at the net asset value of units held by the Plan, and generally, include the use of significant observable inputs in determining the unit value.                                  |
| Guaranteed investment contracts  | Valued at fair value by discounting the related future payments based on current yields of similar instruments with comparable duration considering the credit worthiness of the issuer. |

The methods described above may produce a fair value calculation that may not be indicative of net realizable value or reflective of future fair values. Furthermore, while the Plan believes its valuation methods are appropriate and consistent with other market participants, the use of different methodologies or assumptions to determine the fair value of certain financial instruments could result in a different fair value measurement at the reporting date.

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The following tables set forth by level, within the fair value hierarchy, the Plan's investments at fair value as of December 31, 2013 and 2012:

|  | Investments at Fair Value as of December 31, 2013 |                         |           | Total                   |
|--|---|-------------------------|-----------|-------------------------|
|  | Level 1   | Level 2                 | Level 3   |                         |
| <b><u>Mutual funds</u></b>                     |   |                         |           |                         |
| Fixed Income Fund                              | \$ 170,047,901                                    | \$                      | \$        | \$ 170,047,901          |
| Large Company Growth Fund                      | 77,832,676  |                         |           | 77,832,676              |
| Large Company Value Fund                       | 69,414,846  |                         |           | 69,414,846              |
| International Equity Fund                      | 37,300,144  |                         |           | 37,300,144              |
| Balanced Fund                                  | 31,996,142  |                         |           | 31,996,142              |
| Total mutual funds                             | 386,591,709                                       |                         |           | 386,591,709             |
| <b><u>Common or collective trust funds</u></b> |   |                         |           |                         |
| Target Date Retirement Funds                   |   | 337,498,585             |           | 337,498,585             |
| Stable Value Fund                              |   | 260,525,269             |           | 260,525,269             |
| S&P 500 Index Fund                             |   | 206,358,659             |           | 206,358,659             |
| Balanced Fund                                  |   | 79,272,146              |           | 79,272,146              |
| Large Company Growth Fund                      |   | 68,375,264              |           | 68,375,264              |
| International Equity Fund                      |   | 62,473,480              |           | 62,473,480              |
| Large Company Value Fund                       |   | 61,159,854              |           | 61,159,854              |
| Fixed Income Fund                              |   | 37,741,974              |           | 37,741,974              |
| Small Company Fund                             |   | 32,199,913              |           | 32,199,913              |
| Company Common Stock Fund                      |   | 7,832,019               |           | 7,832,019               |
| Short Term Investment Fund                     |   | 3,464,124               |           | 3,464,124               |
| Total common or collective trust funds         |   | 1,156,901,287           |           | 1,156,901,287           |
| <b><u>Common stocks</u></b>                    |   |                         |           |                         |
| Company Common Stock Fund                      | 417,934,751                                       |                         |           | 417,934,751             |
| Small Company Fund                             | 25,160,719  |                         |           | 25,160,719              |
| Total common stocks                            | 443,095,470                                       |                         |           | 443,095,470             |
| <b>Total investments at fair value</b>         | <b>\$ 829,687,179</b>                             | <b>\$ 1,156,901,287</b> | <b>\$</b> | <b>\$ 1,986,588,466</b> |

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|   | Investments at Fair Value as of December 31, 2012 |                       |                      | Total                   |
|---|---|-----------------------|----------------------|-------------------------|
|   | Level 1   | Level 2               | Level 3              |                         |
| <b>Mutual funds</b>                           |   |                       |                      |                         |
| Fixed Income Fund                             | \$ 194,760,887                                    | \$                    | \$                   | \$ 194,760,887          |
| Large Company Growth Fund                     | 53,885,919  |                       |                      | 53,885,919              |
| Large Company Value Fund                      | 48,582,296  |                       |                      | 48,582,296              |
| International Equity Fund                     | 27,671,632  |                       |                      | 27,671,632              |
| Balanced Fund                                 | 27,571,845  |                       |                      | 27,571,845              |
| <b>Total mutual funds</b>                     | <b>352,472,579</b>                                |                       |                      | <b>352,472,579</b>      |
| <b>Common or collective trust funds</b>       |   |                       |                      |                         |
| Stable Value Fund                             |   | 254,470,195           |                      | 254,470,195             |
| Target Date Retirement Funds                  |   | 246,461,937           |                      | 246,461,937             |
| S&P 500 Index Fund                            |   | 157,115,078           |                      | 157,115,078             |
| Fixed Income Fund                             |   | 68,663,545            |                      | 68,663,545              |
| Balanced Fund                                 |   | 58,271,656            |                      | 58,271,656              |
| Large Company Growth Fund                     |   | 52,256,214            |                      | 52,256,214              |
| International Equity Fund                     |   | 43,964,325            |                      | 43,964,325              |
| Large Company Value Fund                      |   | 43,296,043            |                      | 43,296,043              |
| Small Company Fund                            |   | 18,840,767            |                      | 18,840,767              |
| Company Common Stock Fund                     |   | 4,730,086             |                      | 4,730,086               |
| Short Term Investment Fund                    |   | 3,387,877             |                      | 3,387,877               |
| <b>Total common or collective trust funds</b> |   | <b>951,457,723</b>    |                      | <b>951,457,723</b>      |
| <b>Common stocks</b>                          |   |                       |                      |                         |
| Company Common Stock Fund                     | 375,262,002                                       |                       |                      | 375,262,002             |
| Small Company Fund                            | 18,688,001  |                       |                      | 18,688,001              |
| <b>Total common stocks</b>                    | <b>393,950,003</b>                                |                       |                      | <b>393,950,003</b>      |
| <b>Other</b>                                  |   |                       |                      |                         |
| Stable Value Fund <sup>(1)</sup>              |   |                       | 12,659,914           | 12,659,914              |
| <b>Total other</b>                            |   |                       | <b>12,659,914</b>    | <b>12,659,914</b>       |
| <b>Total investments at fair value</b>        | <b>\$ 746,422,582</b>                             | <b>\$ 951,457,723</b> | <b>\$ 12,659,914</b> | <b>\$ 1,710,540,219</b> |

(1) Represents the guaranteed investment contracts held by the Stable Value Fund.





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The following table sets forth a summary of changes in the fair value of the Plan's level 3 investments for the years ended December 31, 2013 and 2012:

|  | December 31,                          |                      |
|--|---------------------------------------|----------------------|
|  | 2013                                  | 2012                 |
|  | <b>Guaranteed investment contract</b> |                      |
| Balance, beginning of year   | \$ 12,659,914                         | \$ 12,983,893        |
| Realized gains   | 82,241                                |                      |
| Sales  | (12,742,155)                          |                      |
| Unrealized gain/(loss) related to instruments Still held at the reporting date   |                                       | (323,979)            |
| <b>Balance, end of year</b>  | <b>\$</b>                             | <b>\$ 12,659,914</b> |
| The amount of total gains or losses for the period attributable to the changes in unrealized gains or losses relating to assets still held at the reporting period | \$                                    | \$ (323,979)         |

Unrealized gains/(losses) from the guaranteed investment contract are not included in the statement of changes in net assets available for benefits as the contract is recorded at contract value for purposes of the net assets available for benefits.

**4. Fair Value of Investments in Entities that Use Net Asset Value**

The following tables set forth a summary of the Plan's investments with a reported Net Asset Value (NAV) as of December 31, 2013 and 2012:

|   | Fair Value Estimated Using Net Asset Value per Share |                     |                      |                          |
|---|--|---------------------|----------------------|--------------------------|
|   | December 31, 2013                                    |                     |                      |                          |
|   | Fair Value   | Unfunded Commitment | Redemption Frequency | Redemption Notice Period |
| Northern Trust Collective Short Term Investment Fund <sup>(1)</sup> | \$ 26,365,362  | \$                  | Daily                | Same Day                 |
| BlackRock Equity Index Fund <sup>(2)</sup>                          | 252,903,122  |                     | Daily                | (12) <sup>1</sup>        |
| BlackRock Russell 1000 Growth Index Fund <sup>(3)</sup>             | 68,375,264   |                     | Daily                | (12) <sup>1</sup>        |
| BlackRock Russell 1000 Value Index Fund <sup>(4)</sup>              | 61,159,854   |                     | Daily                | (12) <sup>1</sup>        |
| BlackRock Russell 2000 Index Fund <sup>(5)</sup>                    | 31,460,170   |                     | Daily                | (12) <sup>1</sup>        |
| BlackRock MSCI ACWI Ex-US Fund <sup>(6)</sup>                       | 26,511,374   |                     | Daily                | (12) <sup>1</sup>        |
| GSAM Various Funds <sup>(7)</sup>                                   | 214,465,604  |                     | Daily                | (13) <sup>1</sup>        |
| Loomis Sayles Int. Gov t/Credit Fund <sup>(8)</sup>                 | 16,233,896   |                     | Daily                | (14) <sup>1</sup>        |
| Mellon EB Daily Liquidity Aggregate Bond Index Fund <sup>(8)</sup>  | 37,741,974   |                     | Daily                | (15) <sup>1</sup>        |
| Prudential Core Conservative Intermediate Bond Fund <sup>(7)</sup>  | 15,496,294   |                     | Daily                | (16) <sup>1</sup>        |
| Thornburg International Equity Fund <sup>(9)</sup>                  | 53,220,697   |                     | Daily                | (17) <sup>1</sup>        |
| Vanguard Target Date Retirement Funds <sup>(10)</sup>               | 337,498,584  |                     | Daily                | (18) <sup>1</sup>        |

|   |            |       |                 |
|---|------------|-------|-----------------|
| Wellington Small Cap Opportunities Portfolio <sup>(1)</sup> | 15,469,092 | Daily | <sup>(19)</sup> |
|---|------------|-------|-----------------|

**Table of Contents****CENTERPOINT ENERGY SAVINGS PLAN****Notes to Financial Statements****December 31, 2013 and 2012**

|   | Fair Value Estimated Using Net Asset Value per Share<br>December 31, 2012 |                        |                         |                                |
|---|---|------------------------|-------------------------|--------------------------------|
|   | Fair Value  | Unfunded<br>Commitment | Redemption<br>Frequency | Redemption<br>Notice<br>Period |
| Northern Trust Collective Short Term Investment Fund <sup>(1)</sup> | \$ 29,733,296   | \$                     | Daily                   | Same Day                       |
| BlackRock Equity Index Fund <sup>(2)</sup>                          | 189,479,075   |                        | Daily                   | (12) <sup>1</sup>              |
| BlackRock Russell 1000 Growth Index Fund <sup>(3)</sup>             | 52,256,214  |                        | Daily                   | (12) <sup>1</sup>              |
| BlackRock Russell 1000 Value Index Fund <sup>(4)</sup>              | 43,296,042  |                        | Daily                   | (12) <sup>1</sup>              |
| BlackRock Russell 2000 Index Fund <sup>(5)</sup>                    | 18,337,597  |                        | Daily                   | (12) <sup>1</sup>              |
| BlackRock MSCI ACWI Ex-US Fund <sup>(6)</sup>                       | 16,755,489  |                        | Daily                   | (12) <sup>1</sup>              |
| GSAM(formerly Dwight) Various Funds <sup>(7)</sup>                  | 207,645,855   |                        | Daily                   | (13) <sup>1</sup>              |
| Loomis Sayles Int. Gov t/Credit Fund <sup>(8)</sup>                 | 9,985,230   |                        | Daily                   | (14) <sup>1</sup>              |
| Mellon EB Daily Liquidity Aggregate Bond Index Fund <sup>(8)</sup>  | 68,663,545  |                        | Daily                   | (15) <sup>1</sup>              |
| Prudential Core Conservative Intermediate Bond Fund <sup>(7)</sup>  | 15,726,948  |                        | Daily                   | (16) <sup>1</sup>              |
| Thornburg International Equity Fund <sup>(9)</sup>                  | 39,005,147  |                        | Daily                   | (17) <sup>1</sup>              |
| Vanguard Target Date Retirement Funds <sup>(10)</sup>               | 246,461,937   |                        | Daily                   | (18) <sup>1</sup>              |
| Wellington Small Cap Opportunities Portfolio <sup>(11)</sup>        | 14,111,348  |                        | Daily                   | (19) <sup>1</sup>              |

- (1) The fund is composed of high-grade money market instruments with short maturities. The objective is to provide an investment vehicle for cash reserves while offering a competitive rate of return. The fund uses high quality securities with the emphasis on providing liquidity for redemption of units on any business day while preserving the principal. Within quality, maturity and sector diversification guidelines, investments are made in those securities with the most attractive yields.
- (2) This fund seeks to match the performance of the S&P 500 Index by investing in stocks that make up the index. The S&P 500 Index is an unmanaged, market-weighted index that consists of the 500 largest publicly traded companies and is considered representative of the broad U.S. stock market.
- (3) The investment objective is to track the performance of the Russell 1000 Growth Index by investing in a diversified sample of stocks that make up the index which is comprised of the large-cap growth segment of the U.S. equities with higher price-to-book value ratios and higher forecasted growth values.
- (4) The investment objective is to track the performance of the Russell 1000 Value Index by investing in a diversified sample of stocks that make up the index which is comprised of the large-cap value segment of the U.S. equities with lower price-to-book value ratios and lower forecasted growth values.
- (5) The investment objective is to track the performance of the Russell 2000 Index by investing in a diversified sample of stocks that make up the index which is comprised of the 2000 smallest companies in the Russell 3000 Index.
- (6) The investment objective is to track the performance of the Morgan Stanley Capital International All Country World Ex-U.S. Index ( MSCI ACWI Ex-US ) by investing in a diversified sample of stocks that make up the index which is comprised of stocks representing approximately 43 country stock markets, excluding the U.S. market while including Canada and the emerging markets.
- (7) These are the short to mid-term fixed income investments of the Stable Value Fund with preservation of principal as the primary investment objective (see Note 5 for information on the Stable Value Fund).
- (8) The investment objective is to track the performance of the Barclays Capital U.S. Aggregate Bond Index by investing in a representative portfolio that matches the industry allocation, quality and duration of such index.
- (9) The investment objective is to seek long-term capital appreciation by investing in a diversified portfolio of international equities that is benchmarked against the Morgan Stanley Capital International Europe, Australasia, and Far East Index.

**Table of Contents****CENTERPOINT ENERGY SAVINGS PLAN****Notes to Financial Statements****December 31, 2013 and 2012**

- (10) *These funds invest in funds with a mix of common stocks and fixed income securities using an asset allocation strategy that will become more conservative over time.*
- (11) *The investment objective is to seek long-term (more than five years) total return in excess of the Russell 2000 Index by focusing on stock selection through bottom-up analysis.*
- (12) *A redemption resulting from the aggregate daily activities of Participants generally requires same-day notice. A redemption initiated by the Committee requires up to three business days' notice, depending on the applicable fund. Redemption is generally settled in cash on the business day following the redemption date but may be settled in kind three business days following the redemption date.*
- (13) *GSAM Stable Value, LLC (formerly Dwight Asset Management Company, LLC) must provide at least five business days' notice of redemption. Redemption is generally settled within thirty days of the redemption date and may be settled in kind.*
- (14) *GSAM Stable Value, LLC (formerly Dwight Asset Management Company, LLC) must provide at least one business day notice of redemption. Redemption is generally settled on the redemption date.*
- (15) *Same-day notice is generally permitted for a redemption resulting from the aggregate daily activities of Participants and a redemption initiated by the Committee. Redemption is generally settled on the business day following the redemption date and may be settled in kind.*
- (16) *GSAM Stable Value, LLC (formerly Dwight Asset Management Company, LLC) must provide at least five business days' notice of redemption. Redemption is settled within ten business days of the redemption date and may be settled in kind.*
- (17) *The Committee must provide at least five business days' notice of redemption. Redemption is generally settled within ten business days of the redemption date and may be settled in kind. Redemption may be limited to a maximum of the greater of \$2,000,000 or five percent of the value of the assets in the Thornburg International Equity Fund.*
- (18) *A redemption resulting from the aggregate daily activities of Participants generally requires same-day notice and settles on the business day following the redemption date. A redemption initiated by the Committee generally requires same-day notice, settles as soon as practicable and may be settled in kind.*
- (19) *The Committee must provide at least ten business days' notice of redemption. A longer notice period may be required. Redemption is settled within a reasonable time following the redemption date and may be settled in kind.*

**5. Investments**

The following investments represent five percent or more of the Plan's net assets available for benefits.

|  | <b>December 31,</b> |                |
|--|---------------------|----------------|
|  | <b>2013</b>         | <b>2012</b>    |
| Company Common Stock,<br>18,029,972 and 19,494,130 shares, respectively      | \$ 417,934,751      | \$ 375,262,002 |
| BlackRock Equity Index Fund,<br>7,972,617 and 7,911,444 shares, respectively | 252,903,122         | 189,479,075    |
| PIMCO Total Return Fund,<br>13,588,106 and 13,910,139 shares, respectively   | 145,256,856         | 156,349,959    |

The Plan has significant holdings of Company common stock. As a result, the values of the Plan's investments may be materially impacted by the changes in the fair value of this security.

**Table of Contents****CENTERPOINT ENERGY SAVINGS PLAN****Notes to Financial Statements****December 31, 2013 and 2012**

During 2013 the Plan's investments (including gains and losses on investments bought and sold, as well as held during the year) appreciated in value as follows:

|                                   |                    |
|-----------------------------------|--------------------|
| Common or collective trust funds  | \$ 165,635,866     |
| Common stocks                     | 79,307,713         |
| Mutual funds                      | 50,274,191         |
| <br>Total investment appreciation | <br>\$ 295,217,770 |

**Stable Value Fund**

The Stable Value Fund utilizes synthetic guaranteed investment contracts (Synthetic GICs). A Synthetic GIC includes a wrap contract issued by an insurance company or other financial institution and a portfolio of fixed income assets that are owned by the Stable Value Fund. The wrap contract provides that realized and unrealized gains and losses on the assets covered by the wrap contract are not reflected immediately in the net assets of the Stable Value Fund, but rather are amortized over the duration of the assets or other agreed upon period, through adjustments to the future interest crediting rates. The wrap contract provides a guarantee that all qualified participant withdrawals will occur at contract value which represents contributions made under the contract, plus earnings, less withdrawals made under the contract and administrative expenses.

The crediting rates for Synthetic GICs are reset periodically and are based on the market value of the portfolio of assets covered by the contracts.

During 2013 and 2012, the average yields for the Stable Value Fund were as follows:

|   | 2013  | 2012  |
|---|-------|-------|
| Based on actual earnings                            | 0.95% | 0.96% |
| Based on the interest rate credited to Participants | 1.19% | 1.68% |

Wrap contracts provide that withdrawals associated with certain events not in the ordinary course of fund operations may be paid at market rather than contract value. Examples of such circumstances may include significant plan design changes, complete or partial plan terminations, severance programs, early retirement programs, the closing or sale of a subsidiary, bankruptcy of the plan sponsor or the failure of the trust to qualify for exemption from federal income taxes or any required prohibited transaction exemption under ERISA. The Plan Administrator does not believe the occurrence of the above events that would limit the Plan's ability to conduct transactions with Participants at contract value is probable.

**6. Risks and Uncertainties**

The Plan provides for investments in Company common stock, commingled and mutual funds and other investments. Investments, in general, are exposed to various risks, such as interest rate, credit and overall market volatility risk. Due to the level of risk associated with certain investments, it is reasonably possible that changes in the values of investments will occur in the near term and that such changes could materially affect the amounts reported in the Statements of Net Assets Available for Benefits and Participant account balances. Rates of return will vary, and returns will depend on the market value of the Plan's investments.

**7. Tax Status**

The IRS has determined and informed the Company by letter dated September 13, 2013 that the Plan is qualified and the trust fund established is tax-exempt under the appropriate sections of the IRC. Although the Plan has been amended and restated since receiving the determination letter, the Plan Administrator and the Plan sponsor's counsel believe these amendments have not adversely affected the Plan's qualified status and the related trust's tax-exempt status as of the financial statement date.

Generally accepted accounting principles require the Plan administrator to evaluate tax positions taken by the Plan and recognize a tax liability (or asset) if the Plan has taken an uncertain position that more likely than not would not be sustained upon examination by the IRS. The Plan administrator has analyzed the tax positions taken by the Plan, and has concluded that as of December 31, 2013 and 2012, there are no uncertain positions taken or expected to be taken that would require recognition of a liability (or asset) or disclosure in the financial statements. The Plan is subject to

**Table of Contents****CENTERPOINT ENERGY SAVINGS PLAN****Notes to Financial Statements****December 31, 2013 and 2012**

routine audits by the IRS; however, there are currently no audits for any tax periods in progress. The Plan administrator believes it is generally no longer subject to income tax examinations for years prior to 2010.

**8. Related Party Transactions**

During 2013, the Plan purchased and sold shares of the Company's common stock and units of short-term investment funds managed by the Trustee as temporary investments (party-in-interest transactions) as shown below:

|           |  |                |
|-----------|--|----------------|
| Purchases | Company Common Stock                                 | \$ 176,837,958 |
|           | Northern Trust Collective Short Term Investment Fund | 701,008,215    |
| Sales     | Company Common Stock                                 | \$ 206,367,967 |
|           | Northern Trust Collective Short Term Investment Fund | 704,380,482    |

**9. Reconciliation of Financial Statements to Form 5500**

The following is a reconciliation of Net Assets Available for Benefits per the financial statements to Form 5500:

|   | 2013             | 2012             |
|---|------------------|------------------|
| Net Assets Available for Benefits per the financial statements                      | \$ 2,024,575,432 | \$ 1,744,242,917 |
| Adjustment from contract value to fair value for fully benefit-responsive contracts | 2,212,204        | 6,119,652        |
| Net Assets Available for Benefits per Form 5500                                     | \$ 2,026,787,636 | \$ 1,750,362,569 |

The following is a reconciliation of the Increase in Net Assets Available for Benefits per the financial statements to Form 5500 for the year ended December 31, 2013:

|  |                |
|--|----------------|
| Increase in Net Assets Available for Benefits per the financial statements                               | \$ 280,332,515 |
| Adjustment to reverse fair value adjustment for fully benefit-responsive contracts related to prior year | (6,119,652)    |
| Adjustment from contract value to fair value for fully benefit-responsive contracts                      | 2,212,204      |
| Increase in Net Assets Available for Benefits per Form 5500  | \$ 276,425,067 |



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EIN 74-0694415 PLAN 015

SCHEDULE H, LINE 4i

**SCHEDULE OF ASSETS (HELD AT END OF YEAR)**

DECEMBER 31, 2013

| (a) (b) Identity of issue, borrower, lessor or similar party | (c) Description of investment including maturity date, rate of interest, collateral, par or maturity value | (e) Current value       |
|--|--|-------------------------|
| <b><u>COMMON OR COLLECTIVE TRUSTS</u></b>                    |  |                         |
| BLACKROCK  | EQUITY INDEX FUND  | \$ 252,903,122          |
| BLACKROCK  | MSCI ACWI EX US INDEX FUND   | 26,511,374              |
| BLACKROCK  | RUSSELL 1000 GROWTH INDEX FUND   | 68,375,264              |
| BLACKROCK  | RUSSELL 1000 VALUE INDEX FUND  | 61,159,854              |
| BLACKROCK  | RUSSELL 2000 INDEX FUND  | 31,460,170              |
| GSAM STABLE VALUE, LLC                                       | 2013 TERM FUND   | 8,070,832               |
| GSAM STABLE VALUE, LLC                                       | 2014 TERM FUND   | 33,027,645              |
| GSAM STABLE VALUE, LLC                                       | 2015 TERM FUND   | 40,513,162              |
| GSAM STABLE VALUE, LLC                                       | 2016 TERM FUND   | 43,575,621              |
| GSAM STABLE VALUE, LLC                                       | 2017 TERM FUND   | 31,387,384              |
| DWIGHT ASSETS MANAGEMENT                                     | CORE INTER FD  | 41,520,586              |
| DWIGHT ASSETS MANAGEMENT                                     | SHORT TERM GOV T CREDIT FUND   | 16,370,374              |
| LOOMIS SAYLES  | INTERMEDIATE GOV T CREDIT FUND   | 16,233,896              |
| MELLON BANK  | EB DAILY LIQUIDITY AGGREGATE BOND FUND   | 37,741,974              |
| * NORTHERN TRUST   | SHORT TERM INVESTMENT FUND   | 26,365,362              |
| PRUDENTIAL   | CORE CONSERVATIVE INTER BOND FUND  | 15,496,294              |
| THORNBURG INVESTMENT MANAGEMENT                              | INTERNATIONAL EQUITY FUND  | 53,220,697              |
| VANGUARD   | TARGET RETIREMENT FUND 2010  | 2,571,226               |
| VANGUARD   | TARGET RETIREMENT FUND 2015  | 28,920,905              |
| VANGUARD   | TARGET RETIREMENT FUND 2020  | 20,278,409              |
| VANGUARD   | TARGET RETIREMENT FUND 2025  | 48,651,317              |
| VANGUARD   | TARGET RETIREMENT FUND 2030  | 16,063,960              |
| VANGUARD   | TARGET RETIREMENT FUND 2035  | 61,163,393              |
| VANGUARD   | TARGET RETIREMENT FUND 2040  | 28,569,823              |
| VANGUARD   | TARGET RETIREMENT FUND 2045  | 64,196,723              |
| VANGUARD   | TARGET RETIREMENT FUND 2050  | 37,134,432              |
| VANGUARD   | TARGET RETIREMENT FUND 2055  | 20,722,023              |
| VANGUARD   | TARGET RETIREMENT INCOME FUND  | 9,226,373               |
| WELLINGTON MANAGEMENT  | SMALL CAP OPPORTUNITIES PORTFOLIO  | 15,469,092              |
| <b>SUBTOTAL</b>  |  | <b>\$ 1,156,901,287</b> |
| <b><u>COMMON STOCK</u></b>                                   |  |                         |
| AEGERION PHARMACEUTICALS INC                                 | COMMON STOCK   | \$ 66,702               |
| AGCO CORP  | COMMON STOCK   | 119,564                 |
| ALBANY INTL CORP   | COMMON STOCK   | 412,656                 |
| ALEXANDER & BALDWIN INC                                      | COMMON STOCK   | 214,284                 |
| ALIGN TECHNOLOGY INC   | COMMON STOCK   | 135,446                 |
| ANN INC  | COMMON STOCK   | 122,110                 |
| ASBURY AUTOMOTIVE GROUP INC                                  | COMMON STOCK   | 120,915                 |
| ASHLAND INC NEW  | COMMON STOCK   | 146,530                 |
| ASPEN TECHNOLOGY INC   | COMMON STOCK   | 119,548                 |



**Table of Contents****CENTERPOINT ENERGY SAVINGS PLAN****EIN 74-0694415 PLAN 015****SCHEDULE H, LINE 4i****SCHEDULE OF ASSETS (HELD AT END OF YEAR)****DECEMBER 31, 2013**

| (a) (b) Identity of issue, borrower, lessor or similar party | (c) Description of investment including maturity date, rate of interest, collateral, par or maturity value | (e) Current value |
|--|--|-------------------|
| ATWOOD OCEANICS INC  | COMMON STOCK   | 132,407           |
| AVIS BUDGET GROUP INC  | COMMON STOCK   | 316,893           |
| B & G FOODS INC  | COMMON STOCK   | 123,772           |
| BANK OF THE OZARKS INC                                       | COMMON STOCK   | 159,018           |
| BARNES GROUP INC   | COMMON STOCK   | 285,601           |
| BOTTOMLINE TECHNOLOGIES DE INC                               | COMMON STOCK   | 129,814           |
| BROOKDALE SR LIVING INC                                      | COMMON STOCK   | 471,165           |
| BROWN & BROWN INC  | COMMON STOCK   | 131,210           |
| BRUNSWICK CORP   | COMMON STOCK   | 128,507           |
| CARDTRONICS INC  | COMMON STOCK   | 162,938           |
| CASEYS GEN STORES INC  | COMMON STOCK   | 360,031           |
| CAVIUM INC   | COMMON STOCK   | 80,063            |
| * CENTERPOINT ENERGY INC                                     | COMMON STOCK   | 417,934,751       |
| CHEMTURA CORP  | COMMON STOCK   | 514,286           |
| CIENA CORP   | COMMON STOCK   | 152,434           |
| CLEAN HBRS INC   | COMMON STOCK   | 107,928           |
| CLEARWATER PAPER CORP  | COMMON STOCK   | 258,300           |
| CMS ENERGY CORP  | COMMON STOCK   | 82,719            |
| CNO FINL GROUP INC   | COMMON STOCK   | 280,652           |
| COGNEX CORP  | COMMON STOCK   | 121,412           |
| COLFAX CORP  | COMMON STOCK   | 212,088           |
| COMMVault SYS INC  | COMMON STOCK   | 98,093            |
| COMSTOCK RES INC   | COMMON STOCK   | 385,828           |
| COOPER COS INC   | COMMON STOCK   | 106,502           |
| COPA HOLDINGS SA   | COMMON STOCK   | 163,312           |
| CORNERSTONE ONDEMAND INC                                     | COMMON STOCK   | 140,818           |
| CROWN HLDGS INC  | COMMON STOCK   | 129,699           |
| CUBIC CORP   | COMMON STOCK   | 199,581           |
| CUBIST PHARMACEUTICALS INC                                   | COMMON STOCK   | 131,542           |
| DARLING INTL INC   | COMMON STOCK   | 433,260           |
| DRIL-QUIP INC  | COMMON STOCK   | 109,930           |
| DUKE RLTY CORP   | COMMON STOCK   | 117,462           |
| DUNKIN BRANDS GROUP INC                                      | COMMON STOCK   | 109,896           |
| EAST WEST BANCORP INC  | COMMON STOCK   | 164,709           |
| ELLIE MAE INC  | COMMON STOCK   | 41,111            |
| EMERITUS CORP  | COMMON STOCK   | 322,287           |
| ESSENT GROUP LTD   | COMMON STOCK   | 132,330           |
| ESTERLINE TECHNOLOGIES CORP                                  | COMMON STOCK   | 479,722           |
| EVERCORE PARTNERS INC  | COMMON STOCK   | 122,549           |
| EXTENDED STAY AMER INC                                       | COMMON STOCK   | 162,287           |
| FIFTH & PAC COS INC  | COMMON STOCK   | 128,601           |
| FINANCIAL ENGINES INC  | COMMON STOCK   | 83,376            |

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|                        |              |         |
|------------------------|--------------|---------|
| FOREST OIL CORP        | COMMON STOCK | 121,206 |
| GENESEE & WYO INC      | COMMON STOCK | 92,208  |
| GUIDEWIRE SOFTWARE INC | COMMON STOCK | 93,724  |
| GULFPORT ENERGY CORP   | COMMON STOCK | 118,091 |
| H & E EQUIP SVCS INC   | COMMON STOCK | 267,707 |

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| (a) | (b) Identity of issue, borrower, lessor or similar party | (c) Description of investment including maturity date, rate of interest, collateral, par or maturity value | (e) Current value |
|-----|--|--|-------------------|
|     | HARMAN INTL INDS INC                                     | COMMON STOCK   | 116,227           |
|     | HEICO CORP   | COMMON STOCK   | 92,720            |
|     | HERSHA HOSPITALITY TR PRTY                               | COMMON STOCK   | 69,681            |
|     | HEXCEL CORP  | COMMON STOCK   | 147,924           |
|     | HOMEAWAY INC   | COMMON STOCK   | 137,357           |
|     | HORSEHEAD HLDG CORP                                      | COMMON STOCK   | 132,436           |
|     | HUBBELL INC  | COMMON STOCK   | 149,193           |
|     | IBERIABANK CORP  | COMMON STOCK   | 428,951           |
|     | INFINITY PPTY & CAS CORP                                 | COMMON STOCK   | 134,173           |
|     | INGREDION INC  | COMMON STOCK   | 268,705           |
|     | INTL FLAVORS & FRAGRANCES INC                            | COMMON STOCK   | 124,671           |
|     | IRONWOOD PHARMACEUTICALS INC                             | COMMON STOCK   | 64,900            |
|     | ITC HLDGS CORP   | COMMON STOCK   | 111,151           |
|     | KENNEDY-WILSON HLDGS INC                                 | COMMON STOCK   | 102,350           |
|     | KILROY RLTY CORP   | COMMON STOCK   | 88,317            |
|     | KODIAK OIL & GAS CORP                                    | COMMON STOCK   | 80,824            |
|     | KULICKE & SOFFA INDS INC                                 | COMMON STOCK   | 249,242           |
|     | LOUISIANA-PACIFIC CORP                                   | COMMON STOCK   | 107,913           |
|     | LTC PPTYS INC  | COMMON STOCK   | 191,460           |
|     | MANPOWERGROUP INC  | COMMON STOCK   | 119,345           |
|     | MAXIMUS INC  | COMMON STOCK   | 130,210           |
|     | MEDNAX INC   | COMMON STOCK   | 124,909           |
|     | MERITAGE HOMES CORP                                      | COMMON STOCK   | 93,101            |
|     | METHANEX CORP  | COMMON STOCK   | 174,166           |
|     | MONOLITHIC PWR SYS INC                                   | COMMON STOCK   | 157,010           |
|     | MUELLER INDS INC   | COMMON STOCK   | 394,443           |
|     | MWI VETERINARY SUPPLY INC                                | COMMON STOCK   | 85,295            |
|     | NELNET INC   | COMMON STOCK   | 140,326           |
|     | NORTHWEST BANCSHARES INC                                 | COMMON STOCK   | 331,368           |
|     | NPS PHARMACEUTICALS INC                                  | COMMON STOCK   | 96,848            |
|     | OCWEN FINL CORP  | COMMON STOCK   | 568,362           |
|     | OIL STS INTL INC   | COMMON STOCK   | 80,359            |
|     | OLD DOMINION FGHT LINE INC                               | COMMON STOCK   | 141,563           |
|     | OMEGA HEALTHCARE INVS INC                                | COMMON STOCK   | 248,979           |
|     | OWENS ILL INC  | COMMON STOCK   | 504,140           |
|     | PACWEST BANCORP DEL                                      | COMMON STOCK   | 126,238           |
|     | PERFORMANT FINL CORP                                     | COMMON STOCK   | 165,727           |
|     | POLARIS INDS INC   | COMMON STOCK   | 151,466           |
|     | POLYONE CORP   | COMMON STOCK   | 127,260           |
|     | PORTFOLIO RECOVERY ASSOCS INC                            | COMMON STOCK   | 128,401           |
|     | PORTLAND GENERAL ELECTRIC CO                             | COMMON STOCK   | 368,289           |
|     | POST HLDGS INC   | COMMON STOCK   | 434,561           |

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|                           |              |         |
|---------------------------|--------------|---------|
| PRESTIGE BRANDS HLDGS INC | COMMON STOCK | 543,444 |
| PROASSURANCE CORP         | COMMON STOCK | 167,256 |
| QLIK TECHNOLOGIES INC     | COMMON STOCK | 79,890  |
| QUANTA SVCS INC           | COMMON STOCK | 136,970 |
| RAVEN INDS INC            | COMMON STOCK | 216,808 |
| REALOGY HLDGS CORP        | COMMON STOCK | 124,170 |

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| (a) (b) Identity of issue, borrower, lessor or similar party | (c) Description of investment including maturity date, rate of interest, collateral, par or maturity value | (e) Current value     |
|--|--|-----------------------|
| REDWOOD TR INC   | COMMON STOCK   | 312,148               |
| RESTORATION HARDWARE HLDGS INC                               | COMMON STOCK   | 96,912                |
| REX ENERGY CORP  | COMMON STOCK   | 345,713               |
| ROBERT HALF INTL INC   | COMMON STOCK   | 110,014               |
| ROCK-TENN CO   | COMMON STOCK   | 124,962               |
| SEMTECH CORP   | COMMON STOCK   | 79,379                |
| SENSIENT TECHNOLOGIES CORP                                   | COMMON STOCK   | 375,545               |
| SERVICENOW INC   | COMMON STOCK   | 133,304               |
| SHUTTERFLY INC   | COMMON STOCK   | 96,258                |
| SIGNATURE BK NY  | COMMON STOCK   | 139,646               |
| SIMPSON MFG INC  | COMMON STOCK   | 206,055               |
| SMITH A O CORP   | COMMON STOCK   | 237,606               |
| SOTHEBYS HLDGS INC   | COMMON STOCK   | 125,552               |
| SPROUTS FMRS MKT INC   | COMMON STOCK   | 88,389                |
| STRATASYS INC  | COMMON STOCK   | 168,375               |
| SYNOVUS FINL CORP  | COMMON STOCK   | 136,404               |
| TEAM HEALTH HLDGS INC  | COMMON STOCK   | 103,398               |
| TELEFLEX INC   | COMMON STOCK   | 96,676                |
| TENNECO INC  | COMMON STOCK   | 139,728               |
| TERADYNE INC   | COMMON STOCK   | 110,301               |
| TEXAS ROADHOUSE INC  | COMMON STOCK   | 105,640               |
| THE MADISON SQUARE GARDEN COMPANY                            | COMMON STOCK   | 116,312               |
| TIBCO SOFTWARE INC   | COMMON STOCK   | 95,315                |
| TIDEWATER INC  | COMMON STOCK   | 176,921               |
| TOWERS WATSON & CO   | COMMON STOCK   | 156,960               |
| TRIMBLE NAV LTD  | COMMON STOCK   | 126,308               |
| TW TELECOM INC   | COMMON STOCK   | 107,254               |
| ULTIMATE SOFTWARE GROUP INC                                  | COMMON STOCK   | 134,834               |
| UNIFIRST CORP MASS   | COMMON STOCK   | 394,295               |
| UNITED NAT FOODS INC   | COMMON STOCK   | 125,901               |
| UNITED RENTALS INC   | COMMON STOCK   | 98,217                |
| UNS ENERGY CORP  | COMMON STOCK   | 386,930               |
| UNVL HEALTH SERVICES INC                                     | COMMON STOCK   | 156,019               |
| URBAN OUTFITTERS INC   | COMMON STOCK   | 124,285               |
| VAIL RESORTS INC   | COMMON STOCK   | 130,900               |
| VALSPAR CORP   | COMMON STOCK   | 107,648               |
| VIOPHARMA INC  | COMMON STOCK   | 62,811                |
| WESCO INTL INC   | COMMON STOCK   | 102,909               |
| WISDOMTREE INVTS INC   | COMMON STOCK   | 140,972               |
| <b>SUBTOTAL</b>  |  | <b>\$ 443,095,470</b> |
| <b><u>MUTUAL FUND</u></b>                                    |  |                       |

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|                      |                                    |               |
|----------------------|------------------------------------|---------------|
| LSV ASSET MANAGEMENT | VALUE EQUITY FUND                  | \$ 69,414,847 |
| LOOMIS SAYLES        | INVESTMENT TRUST FIXED INCOME FUND | 56,787,186    |
| PIMCO                | TOTAL RETURN FUND                  | 145,256,856   |
| T ROWE PRICE         | LARGE CAP GROWTH FUND              | 77,832,676    |



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**CENTERPOINT ENERGY SAVINGS PLAN**

**EIN 74-0694415 PLAN 015**

**SCHEDULE H, LINE 4i**

**SCHEDULE OF ASSETS (HELD AT END OF YEAR)**

**DECEMBER 31, 2013**

| (a) | (b) Identity of issue, borrower, lessor or similar party | (c) Description of investment including maturity date, rate of interest, collateral, par or maturity value | (e) Current value       |
|-----|--|--|-------------------------|
|     | TEMPLETON INVESTMENTS                                    | INSTITUTIONAL FOREIGN EQUITY SERIES  | 37,300,144              |
|     | <b>SUBTOTAL</b>  |  | <b>\$ 386,591,709</b>   |
|     | <b>TOTAL PLAN INVESTMENTS AT FAIR VALUE</b>              |  | <b>\$ 1,986,588,466</b> |
| *   | <b><u>NOTES RECEIVABLE FROM PARTICIPANTS</u></b>         |  |                         |
|     | CENTERPOINT ENERGY SAVINGS PLAN                          | LOANS ISSUED AT INTEREST RATES FROM 4.25% to 5.00% WITH VARIOUS MATURITIES                                 | \$ 40,395,034           |

**\* PARTY-IN-INTEREST**

***HISTORICAL COST INFORMATION IN COLUMN (D) IS NOT PRESENTED BECAUSE THE INVESTMENTS DISPLAYED ARE PARTICIPANT-DIRECTED.***

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**SIGNATURE**

Pursuant to the requirements of the Securities Exchange Act of 1934, the trustees (or other persons who administer the Plan) have duly caused this annual report to be signed on its behalf by the undersigned thereunto duly authorized.

**CENTERPOINT ENERGY SAVINGS PLAN**

By /s/ Walter L. Fitzgerald  
(Walter L. Fitzgerald, Chairman of the Benefits Committee of  
CenterPoint Energy, Inc., Plan Administrator)

June 10, 2014