

CENTERPOINT ENERGY INC  
Form 8-K/A  
October 30, 2012

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

**FORM 8-K/A**

(Amendment No. 1)

**CURRENT REPORT**

Pursuant to Section 13 or 15(d) of the  
Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): July 26, 2012

**CENTERPOINT ENERGY, INC.**

(Exact name of registrant as specified in its charter)

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(State or other jurisdiction  
of incorporation)

(Commission  
File Number)

(IRS Employer  
Identification No.)

**1111 Louisiana Houston, Texas**  
(Address of principal executive offices)

**77002**  
(Zip Code)

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

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 5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.**

This Form 8-K/A amends our Form 8-K filed on August 1, 2012.

On October 24, 2012, following review and approval by both the Compensation Committee of the Board of Directors and the Board of Directors of CenterPoint Energy, Inc. (the Company), the following modifications were made to the compensation terms for Mr. Scott M. Prochazka, Executive Vice President and Chief Operating Officer of the Company:

Mr. Prochazka's annual base salary was increased to \$420,000; and

Mr. Prochazka's incentive target under the Company's short term incentive plan for 2012, which provides an annual cash award based on achievement of specified performance goals, was increased to 75% of base salary.

The changes to Mr. Prochazka's short term incentive target and annual base salary were made retroactive to August 1, 2012, the effective date of Mr. Prochazka's appointment as Executive Vice President and Chief Operating Officer of the Company.

**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: October 30, 2012

By: /s/ Christopher J. Arntzen  
Christopher J. Arntzen  
*Vice President, Deputy General Counsel and Secretary*