



CenterPoint Energy, Inc.



CNP NYSE

Utilities - Multiline

Market Capitalization USD:

\$8,355.30 mm

CONCERN LEVEL: LOW

- 1 The CEO's total remuneration is within the typical market range for the relevant industry and market cap.
- 2 The ratio between the CEO's pay and the median pay of the other named executive officers is 3X or less.
- 3 The CEO's annual cash incentives rose or fell in line with annual performance.
- 4 The CEO received no more than one annual cash bonus this fiscal year.
- 5 The CEO's equity remuneration reflected the company's share price movement over the last five years.
- 6 The company only pays long-term incentives to the CEO for above median performance against a peer group.
- 7 The company's dilution from equity incentives is 10 percent or less.
- 8 Unvested equity lapses when the CEO's employment is terminated. 
- 9 The CEO's potential cash severance payment is capped at two times annual cash remuneration.
- 10 The accrued benefits of the CEO's post-retirement income are within the typical market range for the relevant market cap bracket. 

CEO: David M. McClanahan

Age: 62

CEO Since: 2002

	2009	2010	2011
Base Salary	\$1,060,000	\$1,090,000	\$1,122,500
Discretionary Bonus	\$0	\$0	\$0
Annual Cash Incentive	\$954,000	\$1,166,300	\$1,571,500
Benefits and Perquisites	\$461,769	\$378,694	\$346,401
TOTAL ANNUAL COMPENSATION	\$2,475,769	\$2,634,994	\$3,040,401
Increase in Post-Retirement Benefits	\$3,022,798	\$637,718	\$1,231,402
Stock Option Awards	\$0	\$0	\$0
Stock Awards	\$2,119,970	\$2,120,558	\$2,200,453
TOTAL COMPENSATION	\$7,618,537	\$5,393,270	\$6,472,256
Median of Other Named Executive Officers Total Compensation	\$1,735,379	\$1,708,503	\$1,944,990
Value Realized on Exercise of Stock Option	\$0	\$0	\$1,231,500
Value Realized on Vesting of Stock	\$1,479,486	\$1,816,256	\$4,396,089
TOTAL REALIZED EQUITY COMPENSATION	\$1,479,486	\$1,816,256	\$5,627,589

Proxy Date: 16 Mar 2012

Annual Meeting Date: 26 Apr 2012

Equity Reserves: 3.73%

Stock Option Run Rate: 0.00%

CenterPoint Energy, Inc.

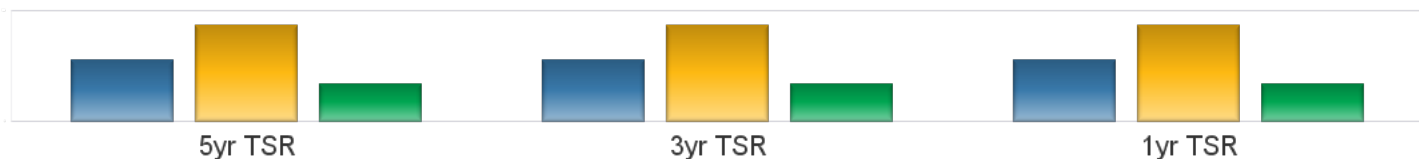
CNP NYSE

Utilities - Multiline

Market Capitalization USD: \$8,355.30 mm

Performance Comparison

■ vs S&P500 ■ vs Industry ■ CNP



Peer Comparisons (TRBC) =Utilities - Multiline

Total Summary CEO Compensation

Ticker	Company Name	2009	2010	2011	Market Cap
CNP	CenterPoint Energy, Inc.	\$7,618,537	\$5,393,270	\$6,472,256	\$8,355,300,488
PCG	PG&E Corporation	\$10,559,428	\$8,393,386		\$17,014,972,044
ED	Consolidated Edison, Inc.	\$7,899,301	\$10,276,394		\$16,699,783,589
SRE	Sempra Energy	\$20,894,518	\$10,218,288		\$12,420,584,291
WEC	Wisconsin Energy Corporation	\$11,579,228	\$10,315,819		\$7,313,922,696
AEE	Ameren Corporation	\$1,807,585	\$4,718,228	\$5,695,059	\$7,194,407,447
CPN	Calpine Corporation	\$4,413,488	\$3,804,065		\$6,469,764,195

To insure consistency, peer comparisons are based on a combination of TRBC Industry and Sector classifications and company market caps. Missing peer pay figures for 2011 are due to differences in company filing schedules.

Pay Peer Group

American Electric Power Company, Inc., PG&E Corporation, CMS Energy Corporation, Pinnacle West Capital Corporation, Consolidated Edison, Inc., Progress Energy, Inc., DTE Energy Company, SCANA Corporation, Duke Energy Corporation, Southern Company, Integrys Energy Group, Inc., TECO Energy, Inc., NiSource Inc., Wisconsin Energy Corporation, Northeast Utilities, Xcel Energy Inc., Pepco Holdings, Inc.

Performance Peer Group

S&P Utility Index: American Electric Power Company, Inc., Pepco Holdings, Inc., CenterPoint Energy, Inc., PG&E Corporation, CMS Energy Corporation, Pinnacle West Capital Corporation, Consolidated Edison, Inc., Progress Energy, Inc., DTE Energy Company, SCANA Corporation, Duke Energy Corporation, Southern Company, Integrys Energy Group, Inc., TECO Energy, Inc., NiSource Inc., Wisconsin Energy Corporation, Northeast Utilities, Xcel Energy Inc.

COMPENSATION COMMITTEE MEMBERS

Director	Membership	Age	Gender	Tenure	Independence
Sherman M. Wolff	Chairman	71	Male	5	Outside
Donald R. Campbell	Member	71	Male	7	Outside
Janiece M. Lonaoria	Member	59	Female	7	Outside
Michael P. Johnson	Member	64	Male	4	Outside
O. Holcombe Crosswell	Member	71	Male	15	Outside Related

This report is for informational purposes only, and should not be considered a solicitation to buy or sell any security. Thomson Reuters Business Classification (TRBC) is a global industry classification system that is owned and operated by Thomson Reuters and has been licensed for use by GMI Ratings.

COPYRIGHT 2012 | GMI Ratings | ALL RIGHTS RESERVED