

CMS ENERGY CORP  
Form 8-K  
July 28, 2014

**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) **July 22, 2014**

Commission  
File Number

**1-9513**

Registrant; State of Incorporation;  
Address; and Telephone Number

**CMS ENERGY CORPORATION**

(A Michigan Corporation)  
One Energy Plaza  
Jackson, Michigan 49201  
(517) 788-0550

IRS Employer  
Identification No.

**38-2726431**

**1-5611**

**CONSUMERS ENERGY COMPANY**

(A Michigan Corporation)  
One Energy Plaza  
Jackson, Michigan 49201  
(517) 788-0550

**38-0442310**

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:

## Edgar Filing: CMS ENERGY CORP - Form 8-K

- o Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  - o Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  - o Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  - o Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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**Item 1.01. Entry into a Material Definitive Agreement.**

On July 22, 2014, Consumers Energy Company ( Consumers Energy ), a principal subsidiary of CMS Energy Corporation ( CMS Energy ), amended its Amended and Restated Receivables Purchase Agreement dated as of November 23, 2010 (the Purchase Agreement ). The parties to the Purchase Agreement are listed in the Purchase Agreement, which was previously filed as Exhibit 10.34 to the Form 10-K filed February 24, 2011 and is incorporated herein by reference. On July 22, 2014, Consumers Energy also amended its Receivables Sale Agreement dated as of May 22, 2003 (the Sale Agreement ). The parties to the Sale Agreement are listed in the Sale Agreement, which was previously filed as Exhibit 10(v) to the Form 10-Q filed October 30, 2009 and is incorporated herein by reference. The effect of these amendments is to contemplate the sale by Consumers Energy of certain securitization property to its wholly owned subsidiary Consumers 2014 Securitization Funding LLC as described in recent Securities and Exchange Commission filings.

The Bank of Nova Scotia has provided banking and underwriting services to Consumers Energy in the ordinary course of business.

The foregoing descriptions of the amendments do not purport to be complete and are qualified in their entirety by the provisions of the amendments, which are attached hereto as Exhibits 10.1 and 10.2 and incorporated herein by reference.

**Item 9.01. Financial Statements and Exhibits.**

**(d) Exhibits.**

- 10.1 Amendment No. 6 to Amended and Restated Receivables Purchase Agreement dated as of July 22, 2014
- 10.2 Amendment No. 9 to Receivables Sale Agreement dated as of July 22, 2014

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrants have duly caused this report to be signed on their behalf by the undersigned hereunto duly authorized.

**CMS ENERGY CORPORATION**

Dated: July 28, 2014

By: /s/ Thomas J. Webb  
Thomas J. Webb  
Executive Vice President and  
Chief Financial Officer

**CONSUMERS ENERGY COMPANY**

Dated: July 28, 2014

By: /s/ Thomas J. Webb  
Thomas J. Webb  
Executive Vice President and  
Chief Financial Officer

**Exhibit Index**

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