

Edgar Filing: CONSUMERS ENERGY CO - Form 8-K

CONSUMERS ENERGY CO  
Form 8-K  
February 23, 2006

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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) FEBRUARY 23, 2006

| COMMISSION<br>FILE NUMBER | REGISTRANT; STATE OF INCORPORATION;<br>ADDRESS; AND TELEPHONE NUMBER  | IRS EMPLOYER<br>IDENTIFICATION NO. |
|---------------------------|---|------------------------------------|
| 1-9513                    | CMS ENERGY CORPORATION<br>(A MICHIGAN CORPORATION)<br>ONE ENERGY PLAZA<br>JACKSON, MICHIGAN 49201<br>(517) 788-0550   | 38-2726431                         |
| 1-5611                    | CONSUMERS ENERGY COMPANY<br>(A MICHIGAN CORPORATION)<br>ONE ENERGY PLAZA<br>JACKSON, MICHIGAN 49201<br>(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:

- 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))

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ITEM 2.02. RESULTS OF OPERATIONS AND FINANCIAL CONDITION.

On February 23, 2006, CMS Energy Corporation ("CMS Energy") issued a News Release, in which it announced its 2005 results and 2006 adjusted earnings guidance. Attached as Exhibit 99 to this report and incorporated herein by reference is a copy of the CMS Energy News Release, furnished as a part of this report.

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This Form 8-K contains "forward-looking statements" as defined in Rule 3b-6 of the Securities Exchange Act of 1934, as amended, Rule 175 of the Securities Act of 1933, as amended, and relevant legal decisions. The forward-looking statements are subject to risks and uncertainties. They should be read in conjunction with "FORWARD-LOOKING STATEMENTS AND RISK FACTORS" found in the MANAGEMENT'S DISCUSSION AND ANALYSIS sections of CMS Energy's and Consumers Energy Company's Forms 10-Q for the Quarter Ended September 30, 2005 (CMS Energy's and Consumers Energy Company's "Forward-Looking Statements and Risk Factors" sections are both incorporated herein by reference), that discuss important factors that could cause CMS Energy's and Consumers Energy Company's results to differ materially from those anticipated in such statements.

### 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: February 23, 2006

By: /s/ Thomas J. Webb

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Thomas J. Webb  
Executive Vice President and  
Chief Financial Officer

CONSUMERS ENERGY COMPANY

Dated: February 23, 2006

By: /s/ Thomas J. Webb

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Thomas J. Webb  
Executive Vice President and  
Chief Financial Officer

### EXHIBIT INDEX

| EXHIBIT NO.<br>----- | EXHIBIT DESCRIPTION<br>----- |
|----------------------|------------------------------|
| 99                   | CMS Energy News Release.     |