CMS ENERGY CORP

Form 4

November 13, 2008

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

OMB Number: 3235-0287

Estimated average

Expires:

Check this box if no longer subject to Section 16.

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

January 31, 2005

Form 4 or Form 5 obligations may continue.

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

burden hours per response... 0.5

OMB APPROVAL

See Instruction 1(b).

Common

Stock

11/12/2008

(Print or Type Responses)

1. Name and Address of Reporting Person * WEBB THOMAS J			Symbol		Ticker or Trading	5. Relationship of Reporting Person(s) to Issuer			
		(CMS EN	NERGY (CORP [CMS]	(Check all applicable)			
(Last)	(First) (Middle) 3	3. Date of Earliest Transaction						
		(1	Month/Da	ay/Year)		Director	10%	Owner	
ONE ENERGY PLAZA (Street)			1/12/20	800		Officer (give below)	titleOthe	r (specify	
						Exec Vice Pres/CFO			
			If Amer	ndment, Da	te Original	6. Individual or Joint/Group Filing(Check			
	F	Filed(Mon	th/Day/Year)	Applicable Line) _X_ Form filed by One Reporting Person				
JACKSON, MI 49201						Form filed by More than One Reporting Person			
(City)	(State)	(Zip)	Table	e I - Non-D	erivative Securities Acq	uired, Disposed o	f, or Beneficial	y Owned	
1.Title of	2. Transaction Dat	e 2A. Deeme	ed	3.	4. Securities Acquired	5. Amount of	6. Ownership	7. Nature of	
Security	(Month/Day/Year)	Execution I	Date, if	Transactio	on(A) or Disposed of (D)	Securities	Form: Direct	Indirect	
(Instr. 3)		any		Code	(Instr. 3, 4 and 5)	Beneficially	(D) or	Beneficial	
		(Month/Day	y/Year)	(Instr. 8)		Owned	Indirect (I)	Ownership	
						Following	(Instr. 4)	(Instr. 4)	
					(A)	Reported			

Code V Amount

5,000

P

(A)

(D)

Price

10.07

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

11/12/2008

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SEC 1474

(9-02)

Transaction(s) (Instr. 3 and 4)

256,172

 $D^{(1)}$

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

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1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transactic Code (Instr. 8)	5. onNumber of Derivative Securities Acquired (A) or Disposed of (D)		ate	7. Title a Amount of Underlying Securities (Instr. 3 a	of ng s	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr
				Code V	(Instr. 3, 4, and 5) (A) (D)	Date Exercisable	Expiration Date	or Title Nu of	umber		

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

WEBB THOMAS J ONE ENERGY PLAZA JACKSON, MI 49201

Exec Vice Pres/CFO

Signatures

Catherine M. Reynolds, Attny-in-Fact

**Signature of Reporting Person Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 4(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Total includes 139,700 shares of Restricted Stock, of which 120,760 shares are nominal. (The nominal shares received will be determined by the passage of time and achievement of performance objectives pursuant to the Performance Incentive Stock Plan of CMS Energy Corporation.)

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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