

Second Quarter 2014 Results & Outlook July 24, 2014



Cross Winds® Energy Park



Jackson Gas Plant



Consumers Smart Energy Program



This presentation is made as of the date hereof and contains "forward-looking statements" as defined in Rule 3b-6 of the Securities Exchange Act of 1934, Rule 175 of the Securities Act of 1933, and relevant legal decisions. The forward-looking statements are subject to risks and uncertainties. All forward-looking statements should be considered in the context of the risk and other factors detailed from time to time in CMS Energy's and Consumers Energy's Securities and Exchange Commission filings. Forward-looking statements should be read in conjunction with "FORWARD-LOOKING STATEMENTS AND INFORMATION" and "RISK FACTORS" sections of CMS Energy's and Consumers Energy's "FORWARD-LOOKING STATEMENTS AND INFORMATION" and "RISK FACTORS" sections are incorporated herein by reference and discuss important factors that could cause CMS Energy's and Consumers Energy's results to differ materially from those anticipated in such statements. CMS Energy and Consumers Energy undertake no obligation to update any of the information presented herein to reflect facts, events or circumstances after the date hereof.

The presentation also includes non-GAAP measures when describing CMS Energy's results of operations and financial performance. A reconciliation of each of these measures to the most directly comparable GAAP measure is included in the appendix and posted on our website at www.cmsenergy.com.

CMS Energy provides historical financial results on both a reported (Generally Accepted Accounting Principles) and adjusted (non-GAAP) basis and provides forward-looking guidance on an adjusted basis. Management views adjusted earnings as a key measure of the company's present operating financial performance, unaffected by discontinued operations, asset sales, impairments, regulatory items from prior years, or other items. These items have the potential to impact, favorably or unfavorably, the company's reported earnings in future periods.

Investors and others should note that CMS Energy and Consumers Energy post important financial information using the investor relations section of the CMS Energy website, www.cmsenergy.com and Securities and Exchange Commission filings.

Agenda



Overview

- Good First Half; Raised guidance
- Michigan Energy Law
- Elections
- Economy
- EPA

John Russell

President & CEO

Results & Outlook

- 2014 Outlook
- 2015 Progress
- Long-term Plan
 - Capacity
 - Investment
- Wrap up

Tom Webb

Executive VP & CFO

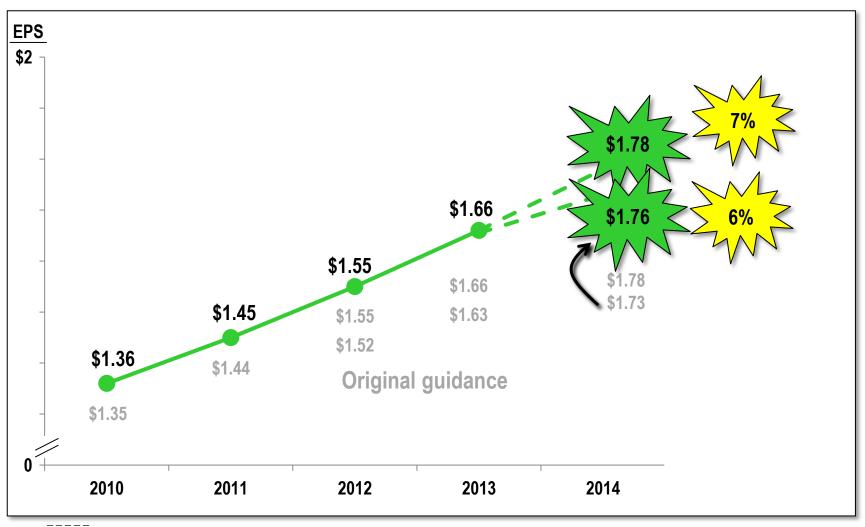
First Half 2014 Results



- First Half adjusted EPS (non-GAAP) \$1.05
- Raised low-end, full year adjusted EPS (non-GAAP) guidance to \$1.76 to \$1.78

2014 EPS a Guidance Increased



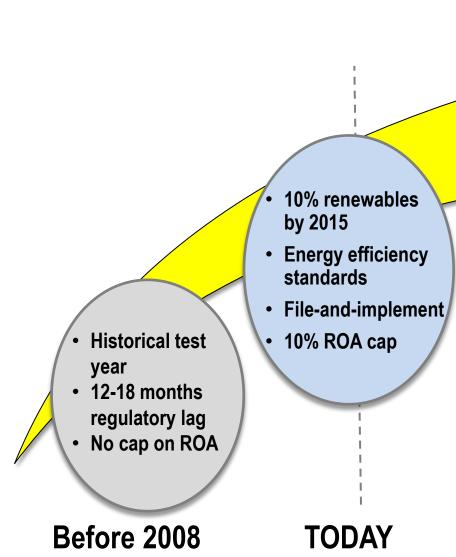


■ Adjusted EPS (non-GAAP)

. . . . due to strong First Half performance.

Michigan Energy Law





- Adaptability
- Reliability
- Affordability
- Environmental protection

Update

- Gov. signed new rate design bill
- Senate workgroup formed to study 2015 Energy Law improvements

2015 Improvements

..builds on 2008 Law!

Michigan Governor's Race....





Rick Snyder Republican, Incumbent

Mark Schauer
Democrat, Challenger



As Senate Democratic Leader, Mark played a key role in the successful passage of the 2008 Energy Law.

Campaign Issues

- Education
- Jobs
- Roads
- Detroit



"Choice creates a lot of challenges and problems, essentially trying to arbitrage markets."

-Governor Rick Snyder

.... focus on non-energy issues.

Michigan Economic Results



Strong Economic Results



- **√**More than 250,000 jobs added since December 2010
- **✓ Unemployment down from 14.2% in 2009 to 7.5% in 2014**

Dramatic Business Climate Improvements



- ✓ Reduced state business tax by more than 80% in 2011
- √ 6th best entrepreneurial climate, up from 41st in 2008
- ✓ Michigan ranked #2 turnaround state by CNBC

Healthier Finances



- ✓ Structurally-balanced budgets three years in a row
- ✓ Detroit bankruptcy: pensioners voted yes to grand bargain

Sources: Business Leaders for Michigan, CNBC, Detroit Free Press

.... the "comeback state", economy at a 10-year high.

Grand Rapids



Economy Performance

Manpower Employment Survey

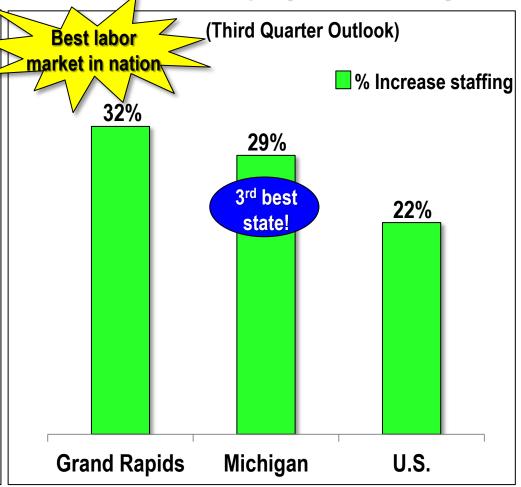


#1 City to raise a family

#2 Metro job growth since 2010

#3 Best midsize city for jobs in 2014

#4 Best city in U.S. to find a job

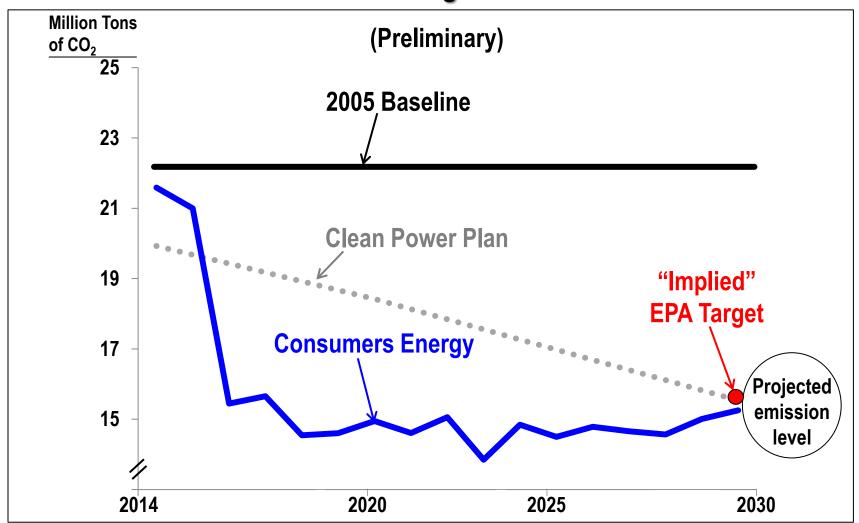


Sources: Forbes, Manpower, and CareerBuilder

Consumers Appears



Carbon Tonnage Reduction



.... to be in a good carbon position.

2014 First Half EPS....



Results

	<u>2014</u>	<u>2013</u>
Reported (GAAP)	\$1.05	83¢
Adjustment:		
Restructuring costs & other	*	*
Adjusted (non-GAAP)	\$1.05	83¢
		22¢
Second Quarter		<u> </u>
- Actual	30¢	29¢
- First Call Estimate	27¢	

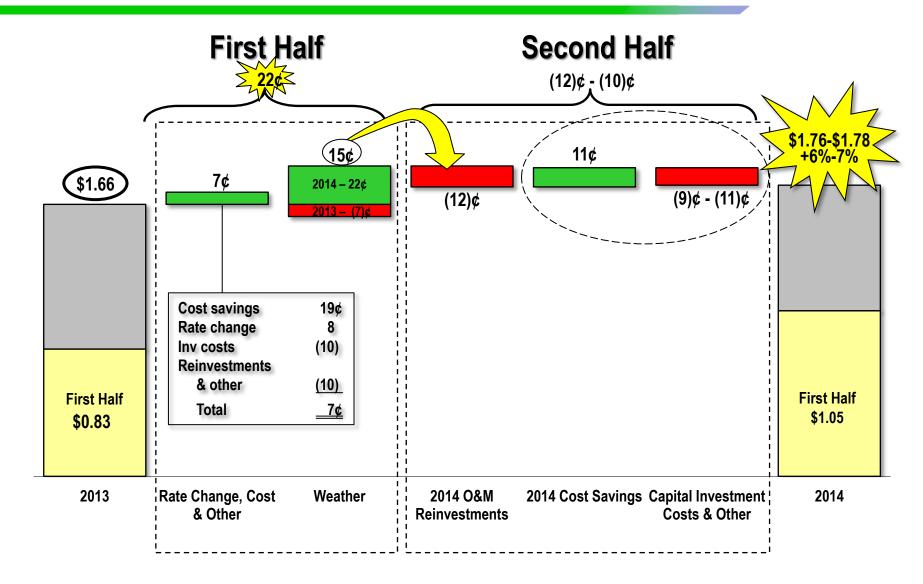
By Business Segment

	EPS
Utility	\$1.19
Enterprises	0.02
Interest & other	(0.16)
Company	<u>\$1.05</u>
Above 2013	27%

^{*}Less than 0.5¢ per share

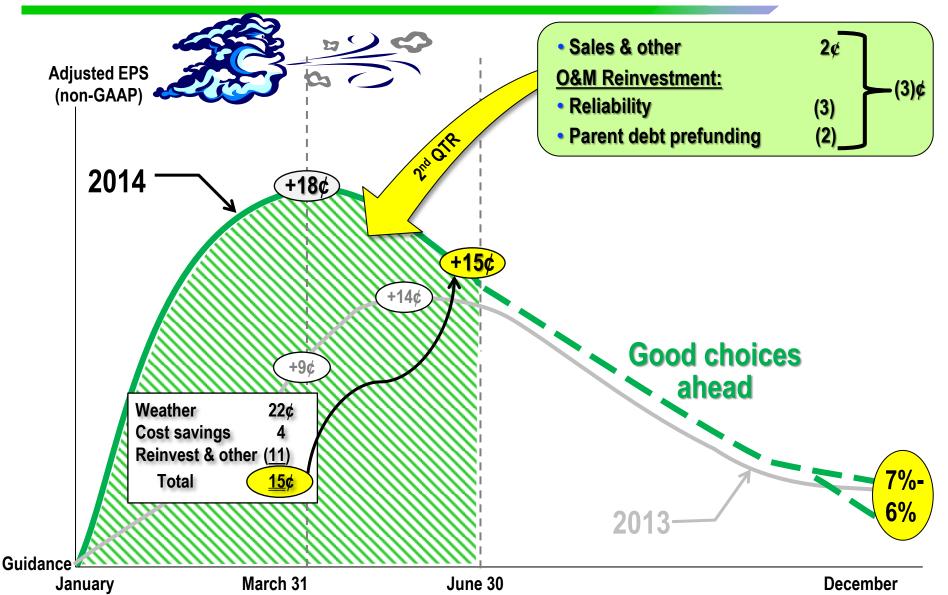
2014 Adjusted EPS (non-GAAP)....





CMS ENERGY

2014 Reinvestment Helps Customers



. . AND provides sustainable growth for investors.

2015 Gas Rate Case

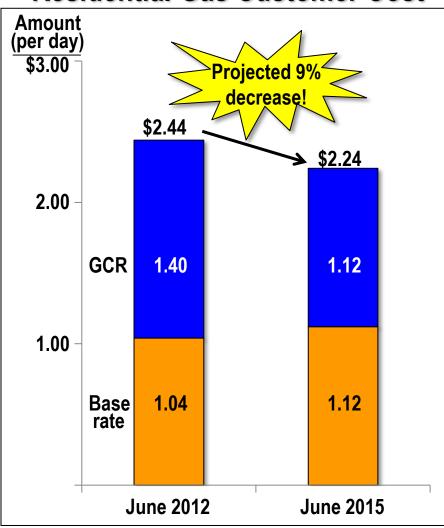


Overview

	<u>Amount</u> (Mils)
Capital Investment Cost & Other Request	\$\ 144 (56) \$\ 88
2016-2017 Investment Recovery Mechanism	\$ 92

	<u>Existing</u> (2012)	Request (2015)
Rate Base (bils)	\$3.14	\$3.65
ROE	10.3%	10.7%
Equity - Regulatory	41.3	41.7
Equity - Financial	50.9	52.5

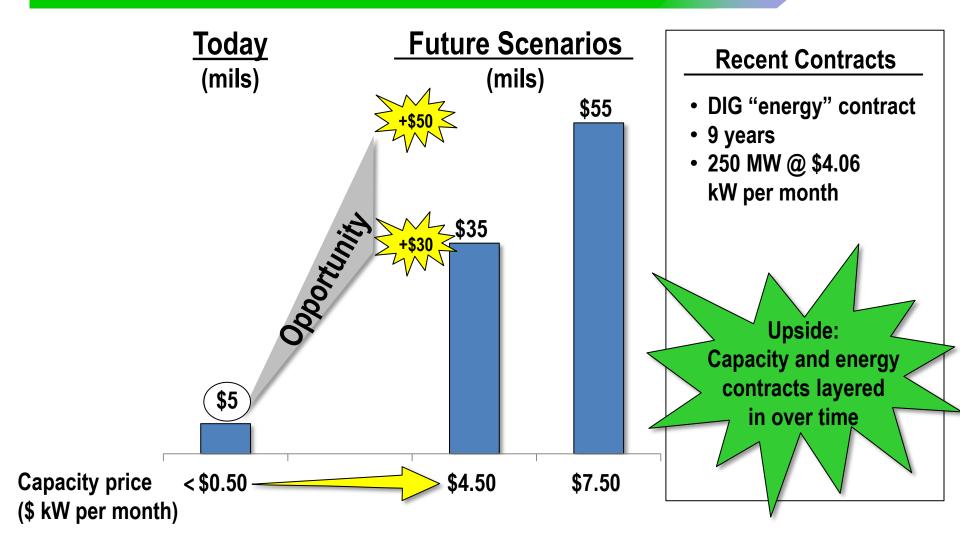
Residential Gas Customer Cost



.... recovers capital investment offset partially by lower costs.

Capacity Price Market Increases





.... could add value to the 700 MW "DIG" plant.

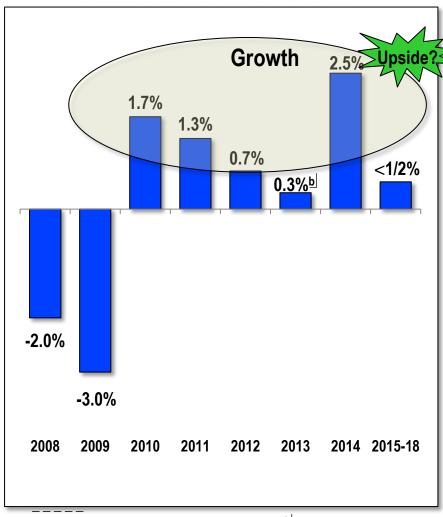
Sales Growth



Economic Indicators

Grand Rapids Michigan U.S **Building Permits*** +23% +18% +9% GDP (real) 2010 thru 2012 14 11 **Population 2010 Census** thru July 2013 **Unemployment May 2014** 5.4% 7.5% 6.3% *Annualized numbers June thru May **Annual Industrial Sales** 8% Upside?_ CMS 5% 2% **■** U.S. Utilities -5% -6% 2008-2009 2010-2012 2014 Conservative 2015-18 Plan Recession Recovery **Assumptions**

Annual Electric Sales^a



^a Weather normalized vs prior year

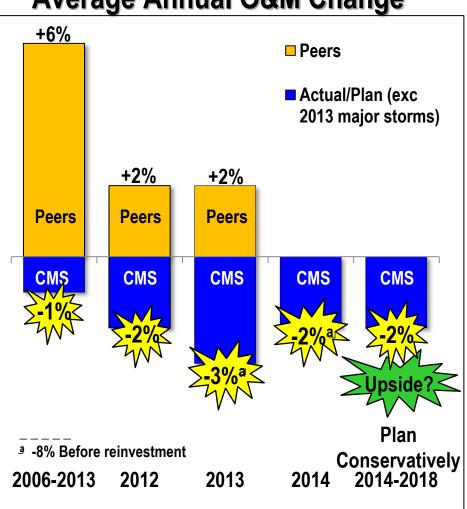
b Negative with "E1"

. . . . planned conservatively.

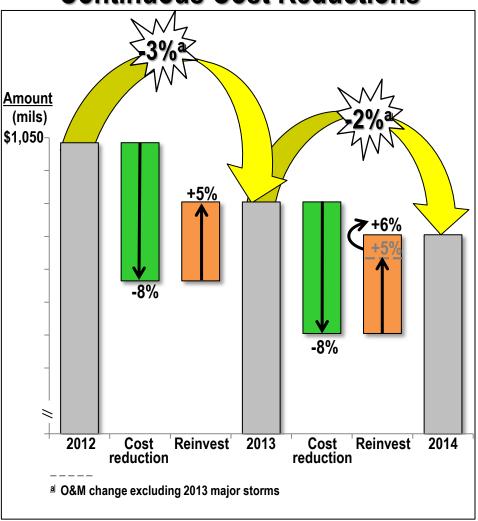
O&M Cost Control



Average Annual O&M Change



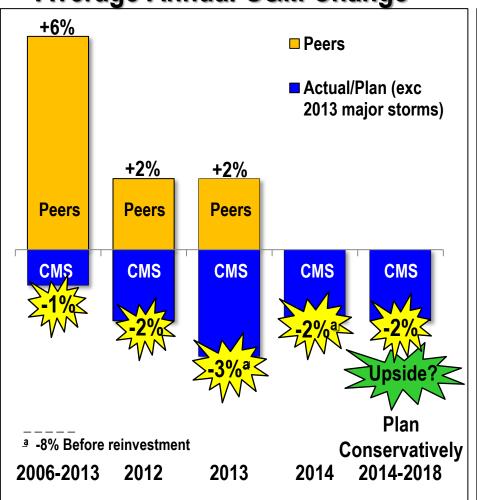
Continuous Cost Reductions



O&M Cost Control



Average Annual O&M Change



Future Examples

Fuel N	Mix		
		MW	Employees
2016	Retire Coal	- 950	- 300
2016	Add GCC	+ 540	+ <u>20</u>
	Total	<u>-410</u>	<u>- 280</u>
	Future Savings (mils)		\$25
Bene	fits		2014 - 2018 Savings
			(mils)
2002-2	012 Actions completed		\$25
2013	EGWP, OPEB & other	er	<u>50</u>
	Future Savings		\$75 <
Fuel a	and Benefits		\$100
			V

Consumers Energy Securitization



Transaction

Benefits

• \$378 Million – July 22, 2014



Immediate recovery of plant balance



- 3% weighted average
- Recover plant balances

AAA rated bonds



Lowers electric customer base rates



NPV benefit

\$125 million

First Year savings

22 million

 Proceeds used to pay down Consumers' debt and equity



Reinvest in gas infrastructure projects



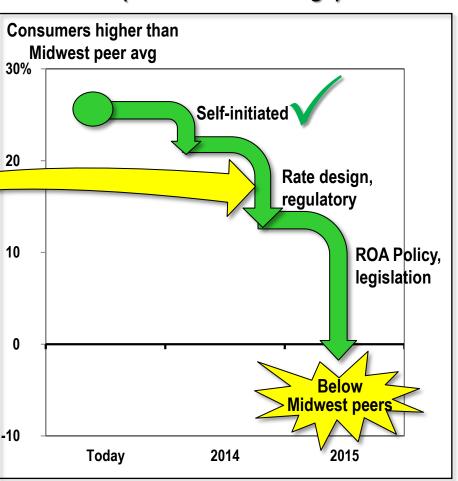
Electric Residential Bills Competitive



House Bill 5476

Industrial Electric Rate (vs Midwest Average)

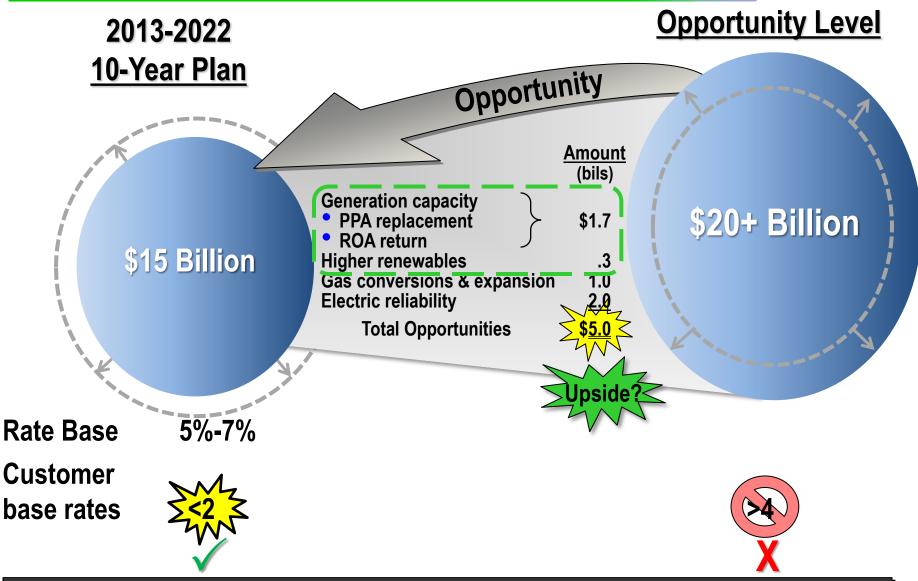
- ✓ Signed into law on June 17th, 2014
- ✓ Directs MPSC to develop cost of service allocation and rate design methods
- Company to include new rate design in next electric rate case
- ✓ MPSC to approve rate design within 270 days



... improved industrial rates achievable through cooperative steps.

Visible Investment: Ten-Year Plan

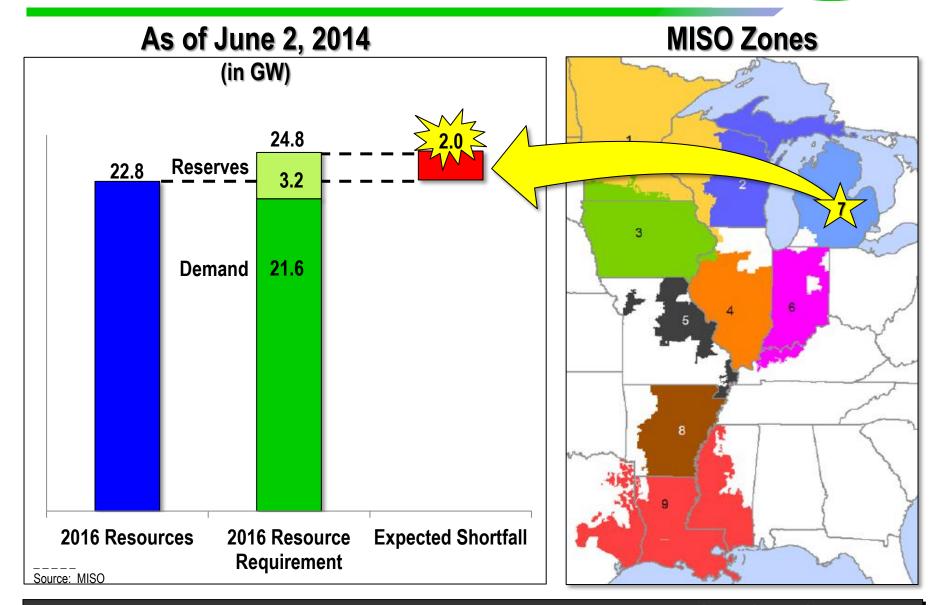




. reflects needed catch-up to further reduce cost and improve reliability.

MISO Zone 7 Forecast





Consumers Needs Beyond MISO Shortage CMS ENERGY Ten-year Capacity Growth **Further** MW **Upside** 11,000 Potential for ~3,000 MW of owned capacity 900 MW **PPA** 1,240 MW 580 ~8,600 MW **PPA** 2,600 780 MW 7,500 **Owned** capacity (8,820)~30% ~800 MW 410 MW **Owned** Shortfall (6,000)540 MW Today **Future** MISO Zone 7 **Jackson Plant ROA** Palisades PPA **MCV PPA**

Expires 2022

Expires 2025

Replaces

Classic Seven

Eliminated?

. . . . replacement not yet in plan!

Shortage 2016

2.000 MW

2014 Sensitivities



			Annua	I impact
	<u>Status</u>	<u>Sensitivity</u>	<u>EPS</u>	OCF
				(mils)
Sales ^a				
 Electric (37,416 GWh) 		<u>+</u> 1%	<u>+</u> \$0.05	<u>+</u> \$20
• Gas (296.9 Bcf)		<u>+</u> 5	<u>+</u> 0.07	<u>+</u> 30
Gas prices (NYMEX)		<u>+</u> \$1.00	∓ 0.01	∓ 100
ROE (authorized)				
• Electric (10.3%)		<u>+</u> 25 bps	<u>+</u> 0.03	<u>+</u> 12
• Gas (10.3%)		<u>+</u> 25	<u>+</u> 0.01	<u>+</u> 5
Interest Rates		<u>+</u> 1%	∓ 0.00	∓ 0

^a Reflect 2014 sales forecast; weather adjusted

.... reflect strong risk mitigation.

Annual Impact

2014 Financial Targets....



Adjusted EPS (non-GAAP)

Operating cash flow (bils)

Dividend payout ratio

Customer base rate increases

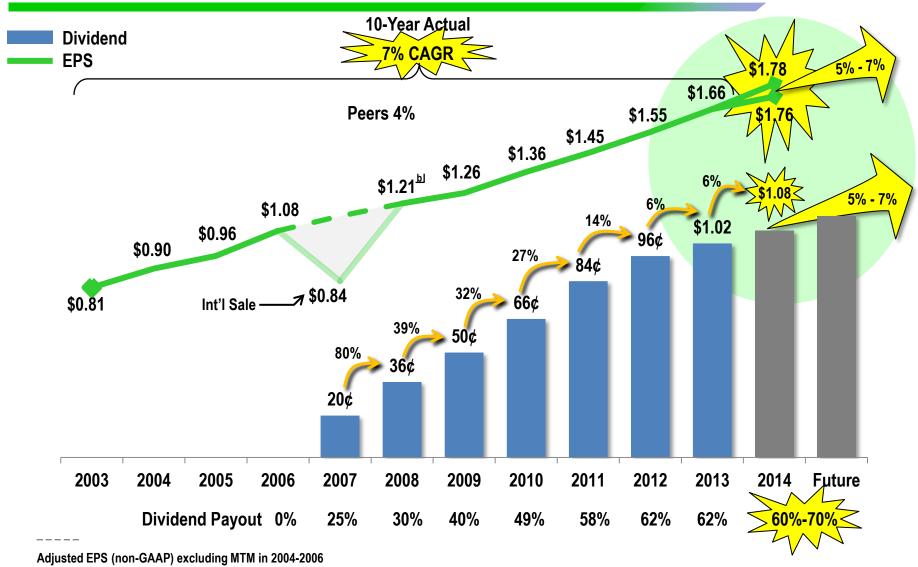
FFO/Average debt



.... 12th year of consistent, strong performance.

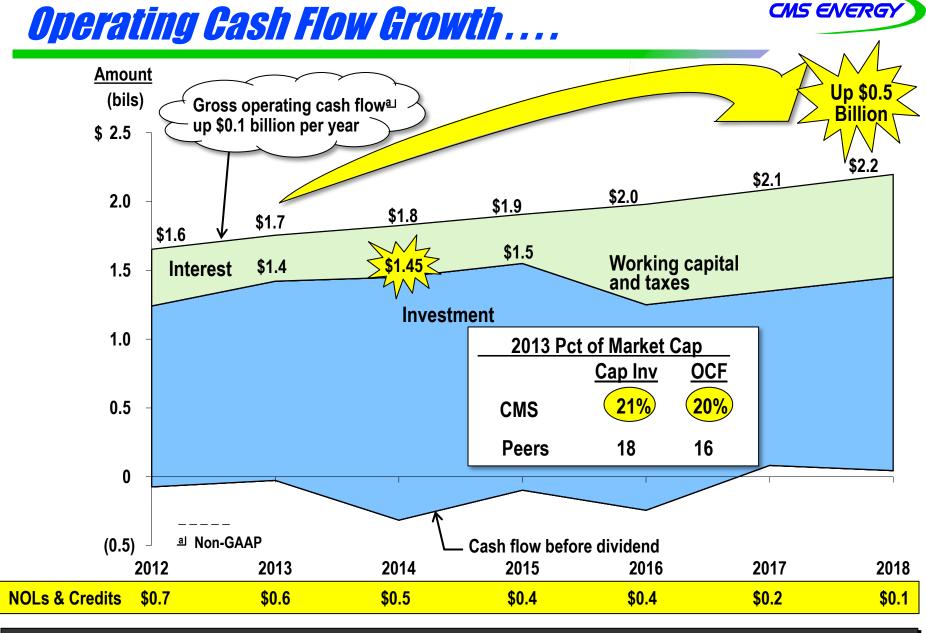






비 \$1.25 excluding discontinued Exeter operations and accounting changes related to convertible debt and restricted stock

. drives consistent "real" growth.



... self-funds investment and strategy.

Liquidity (as of 6/30/14)....



Availability

\$1.8 Billion **CMS Energy** 5-year revolver - 2018 \$548 mils **Consumers Energy** 5-year revolver - 2018 650 ■ AR Facility – Nov 2015 250 Cash 358

2014 Plan

<u> Fiming</u>	
ebruary ¹	V
March 1	V
April	V
May ¹	V
July	V
all	
Fall	
	all

2013 Liquidity^a Pct of Market Cap

CMS 25% Peers 18

Annual average

2014 Guidance



Adjusted EPS

(non-GAAP)

- Utility
 - Electric
 - Gas

Total Utility

- Enterprises & EnerBank
- Interest and other

Total EPS



0.11



Operating cash flow (GAAP) (bils)

.... building on high end, actual 2013 performance.

2014 Cash Flow Forecast (non-GAAP)



CMS Energy Parent

	Amount (mils)
Cash at year end 2013	\$ 116
Sources	
Consumers Energy dividend and tax sharing	\$ 675
Enterprises	25
Sources	\$ 700
Uses	
Interest and preferred dividend	\$ (135)
Overhead and Federal tax payments	(10)
Equity infusion	(315)
Pension contribution	0
Uses ^{a l}	<u>\$ (485</u>)
Cash flow	\$ 215
Financing and Dividend	
New issues	\$ 550
Retirements	(297)
DRP, continuous equity	45
Net short-term financing & other	(17)
Common dividend	(290)
Financing	\$ (9)
Cash at year end 2014	\$ 322
Bank Facility (\$550) available	\$ 548

Consumers Energy

		mount (mils)
Cash at year end 2013	\$	18
Sources		
Operating (depreciation & amortization \$675)	\$	1,825
Other working capital		(105)
Sources	\$	1,720
<u>Uses</u>		
Interest and preferred dividend	\$	(225)
Capital expenditures bl	_	(1,655)
Dividend and tax sharing \$(215) to CMS		(675)
Pension contribution		0
Uses	\$	(2,555)
Cash flow	\$	(835)
<u>Financing</u>		
Equity	≯ \$	315
New issues (includes securitization bonds)		830
Retirements		(175)
Net short-term financing & other		(128)
Financing	\$	842
Cash at year end 2014	\$	25
Bank Facility (\$650) available	\$	578
AR Facility (\$250) available	\$	250

al Includes other

b Includes cost of removal and capital leases

GAAP Reconciliation



Earnings Per Share By Year GAAP Reconciliation (Unaudited)

	2003	2004	2005	2006	2007	2008	2009	2010	2011	2012	2013
Reported earnings (loss) per share - GAAP	(\$0.30)	\$0.64	(\$0.44)	(\$0.41)	(\$1.02)	\$1.20	\$0.91	\$1.28	\$1.58	\$1.42	\$1.66
After-tax items:											
Electric and gas utility	0.21	(0.39)	-	-	(0.07)	0.05	0.33	0.03	-	0.17	-
Enterprises	0.74	0.62	0.04	(0.02)	1.25	(0.02)	0.09	(0.03)	(0.11)	(0.01)	*
Corporate interest and other	0.16	(0.03)	0.04	0.27	(0.32)	(0.02)	0.01	*	(0.01)	*	*
Discontinued operations (income) loss	(0.16)	0.02	(0.07)	(0.03)	0.40	(*)	(0.08)	0.08	(0.01)	(0.03)	*
Asset impairment charges, net	-	-	1.82	0.76	0.60	-	-	-	-	_	-
Cumulative accounting changes	0.16	0.01	-	-	-	-	-	-	-	-	
Adjusted earnings per share, including MTM - non-GAA	\$0.81	\$0.87	\$1.39	\$0.57	\$0.84	\$1.21 (a)	\$1.26	\$1.36	\$1.45	\$1.55	\$1.66
Mark-to-market impacts		0.03	(0.43)	0.51							
Adjusted earnings per share, excluding MTM - non-GAA	NA	\$0.90	\$0.96	\$1.08	NA	NA	NA	NA	NA	NA	NA

^{*} Less than \$500 thousand or \$0.01 per share.

⁽a) \$1.25 excluding discontinued Exeter operations and accounting changes related to convertible debt and restricted stock.



CMS ENERGY CORPORATION Earnings By Quarter and Year GAAP Reconciliation (Unaudited)

(In Millions, Except Per Share Amounts)			2013		
	1Q	2Q	3Q	4Q	YTD Dec
Reported net income - GAAP	\$144	\$80	\$126	\$102	\$452
After-tax items:					
Electric and gas utility	-	-	-	-	-
Enterprises	*	*	-	(*)	*
Corporate interest and other	-	*	*	*	*
Discontinued operations loss	*	*	*	*	*
Adjusted income - non-GAAP	\$144	\$80	\$126	\$102	\$452
Average shares outstanding, basic	263.6	264.5	264.8	265.1	264.5
Average shares outstanding, diluted	270.9	272.2	272.0	272.3	271.9
Reported earnings per share - GAAP	\$0.53	\$0.29	\$0.46	\$0.37	\$1.66
After-tax items:					
Electric and gas utility	-	-	-	-	-
Enterprises	*	*	-	(*)	*
Corporate interest and other	-	*	*	*	*
Discontinued operations loss	*	*	*	*	*
Adjusted earnings per share - non-GAAP	\$0.53	\$0.29	\$0.46	\$0.37	\$1.66

(In Millions, Except Per Share Amounts)	2014			
	1Q	2Q		
Reported net income - GAAP	\$204	\$83		
After-tax items:				
Electric and gas utility	-			
Enterprises	-	al a		
Corporate interest and other	*	*		
Discontinued operations (income) loss	(*)	*		
Adjusted income - non-GAAP	\$204	\$83		
Annuary allower substanting basis	266.1	268 (
Average shares outstanding, basic	200.1	200.0		
Average shares outstanding, diluted	273.0	274.0		
Reported earnings per share - GAAP	\$0.75	\$0.30		
After-tax items:				
Electric and gas utility	-			
Enterprises	-	*		
Corporate interest and other	*	*		
Discontinued operations (income) loss	(*)	*		
Adjusted earnings per share - non-GAAP	\$0.75	\$0.30		

Note: Year-to-date (YTD) EPS may not equal sum of quarters due to share count differences.

^{*} Less than \$500 thousand or \$0.01 per share.



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CMS ENERGY CORPORATION

Earnings Segment Results GAAP Reconciliation (Unaudited)

	Thi	ree Mor	nths	Ended	S	Six Mont	hs E	ns Ended	
June 30	20	014	2	2013	2	2014	- 2	2013	
Electric Utility									
Reported	\$	0.36	\$	0.34	\$	0.72	\$	0.59	
Restructuring Costs and Other								-	
Adjusted	\$	0.36	\$	0.34	\$	0.72	\$	0.59	
Gas Utility									
Reported	\$	0.03	\$	0.02	\$	0.47	\$	0.37	
Restructuring Costs and Other						_		-	
Adjusted	\$	0.03	\$	0.02	\$	0.47	\$	0.37	
<u>Enterprises</u>									
Reported	\$	0.01	\$	*	\$	0.02	\$	0.02	
Restructuring Costs and Other		*		*		*		*	
Adjusted	\$	0.01	\$		\$	0.02	\$	0.02	
Corporate Interest and Other									
Reported	\$	(0.10)	\$	(0.07)	\$	(0.16)	\$	(0.15)	
Restructuring Costs and Other		*		*		*		*	
Adjusted	\$	(0.10)	\$	(0.07)	\$	(0.16)	\$	(0.15)	
Discontinued Operations									
Reported	\$	(*)	\$	(*)	\$	*	\$	(*)	
Discontinued Operations (Income) Loss		*		*		(*)		*	
Adjusted	\$	_	\$		\$		\$	-	
<u>Totals</u>									
Reported	\$	0.30	\$	0.29	\$	1.05	\$	0.83	
Discontinued Operations (Income) Loss		*		*		(*)		*	
Restructuring Costs and Other		*		*		*		*	
Adjusted	\$	0.30	\$	0.29	\$	1.05	\$	0.83	
Average Common Shares Outstanding - Diluted (in millions)		274.6		272.2		273.9		271.5	

* Less than \$0.01 per share.



CMS Energy Reconciliation of Gross Operating Cash Flow to GAAP Operating Activities

(unaudited) (mils)

		2012		2013	2014		2015		2016		2017		2018
Consumers Operating Income + Depreciation & Amortization Enterprises Project Cash Flows	\$	1,635 17	(a)	\$ 1,740 16	\$	1,825 25	\$	1,876 30	\$	1,952 28	\$	2,054 35	\$ 2,162 36
Gross Operating Cash Flow	\$	1,652		\$ 1,756	\$	1,850	\$	1,906	\$	1,980	\$	2,089	\$ 2,198
Other operating activities including taxes, interest payments and working capital		(411)		(335)		(400)		(356)		(730)		(739)	(748)
Net cash provided by operating activities	\$	1,241	-	\$ 1,421	\$	1,450	\$	1,550	\$	1,250	\$	1,350	\$ 1,450

⁽a) excludes \$(59) million 2012 disallowance related to electric decoupling



Consumers Energy 2014 Forecasted Cash Flow GAAP Reconciliation (in millions) (unaudited)

Reclassifications From Sources and Uses to Statement of Cash Flows Interest/ Other Working Presentation Sources and Uses Tax Other Financing Capital Securitization Common Consolidated Statements of Cash Flows non-GAAP Sharing **Payments** Capital Lease Pymts Debt Pymts Dividends GAAP Description Operating as Operating as Investing as Financing as Financing as Financing Amount Description Amount Cash at year end 2013 \$ 18 Cash at year end 2013 18 Sources Operating (dep & amort \$675) 1,825 Other working capital (105)Net cash provided by 1.720 \$ (215) \$ (242) \$ 23 operating activities Sources 1,352 Uses Interest and preferred dividends (225)Capital expenditures a (1,655)Dividends/tax sharing to CMS (675)Pension Contribution Net cash used in \$ (2,555) 215 \$ 225 \$ (8) \$ 460 investing activities Uses \$ (1,663)Cash flow from Cash flow \$ (835) \$ \$ (17) \$ \$ 23 \$ 58 \$ 460 \$ (311) operating and investing activities **Financing** \$ Equity 315 830 New Issues Retirements (175)Net short-term financing & other (128)Net cash provided \$ (23) (58) Financing 842 \$ (460)318 by financing activities Net change in cash \$ 7 \$ Net change in cash 25 25 Cash at year end 2014 Cash at year end 2014

allncludes cost of removal and capital leases



CMS Energy Parent 2014 Forecasted Cash Flow GAAP Reconciliation (in millions) (unaudited)

Reclassifications From Sources and Uses to Statement of Cash Flows

Presentation Sources and Us		Equity					ted Statements of Cash I		
		-GAAP		Jses			_	AAP	
Description	Amount		as Operating			Other	An	nount	Description
ash at year end 2013	\$	116	\$	-	\$	(116)	\$	-	Cash at year end 2013
ources									
Consumers Energy dividends/tax sharing	\$	675							
Enterprises		25							Net cash provided by
Sources	\$	700	\$	(188)	\$	-	\$	512	operating activities
<u>ses</u>									
Interest and preferred dividends	\$	(135)							
Overhead and Federal tax payments		(10)							
Equity infusions		(315)							
Pension Contribution		-							Net cash used in
Uses (a)	\$	(485)	\$	170	\$	-	\$	(315)	investing activities
									Cash flow from
Cash flow	\$	215	\$	(18)	\$	-	\$	197	operating and investing activities
inancing and dividends									
ew Issues	\$	550							
etirements		(297)							
quity programs (DRP, continuous equity)		45							
et short-term financing & other		(17)		18					
ommon dividend		(290)							Net cash used in
Financing	\$	(9)	\$	18	\$	(206)	\$	(197)	financing activities
Not change in each	\$	206	\$		\$	(206)	\$		Not abango in acch
Net change in cash	Ф	∠00	Ф	-	Ф	(∠∪0)	Ф	-	Net change in cash
ash at year end 2014	\$	322	\$	-	\$	(322)	\$	-	Cash at year end 2014

(a) Includes other



Consolidated CMS Energy 2014 Forecasted Consolidation of Consumers Energy and CMS Energy Parent Statements of Cash Flow (in millions) (unaudited)

Eliminations/Reclassifications/Consolidation to Arrive at the Consolidated Statement of Cash

	Affive at the Consolidated Statement of Cash						or Cash							
Statements of Cash Flows				Other		Consumers		Equity						
Consumers		CMS	Parent	Consolidated		Common Dividend		Infusions to		Consolidated Statements of Cash Flows				
Description	A	mount	An	nount	Er	ntities	as F	as Financing Consur		sumers	Α	mount	Description	
Cash at year end 2013	\$	18	\$	-	\$	154	\$	-	\$	-	\$	172	Cash at year end 2013	
Net cash provided by operating activities	\$	1,352	\$	512	\$	46	\$	(460)	\$	-	\$	1,450	Net cash provided by operating activities	
Net cash used in nvesting activities		(1,663)		(315)		(271)		-		315		(1,934)	Net cash used in investing activities	
Cash flow from perating and nvesting activities	\$	(311)	\$	197	\$	(225)	\$	(460)	\$	315	\$	(484)	Cash flow from operating and investing activities	
let cash provided by inancing activities	\$	318	\$	(197)	\$	459	\$	460	\$	(315)	\$	725	Net cash provided by financing activities	
Net change in cash	\$	7	\$	-	\$	234	\$		\$		\$	241	Net change in cash	
Cash at year end 2014	\$	25	\$		\$	388	\$		\$		\$	413	Cash at year end 2014	