

JOOS DAVID W
Form 4
March 01, 2005

FORM 4

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

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

(Print or Type Responses)

1. Name and Address of Reporting Person *
JOOS DAVID W

(Last) (First) (Middle)

CMS ENERGY CORPORATION, ONE ENERGY PLAZA

(Street)

JACKSON, MI 49201-2276

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
CMS ENERGY CORP [CMS]

3. Date of Earliest Transaction
(Month/Day/Year)
02/28/2005

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)
President and CEO

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)
				(A) or (D)	Code V Amount (D) Price		
Common Stock (CMS)					278,833 ⁽¹⁾	D	
Common Stock (CMS)					4,530	I	401(k)

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

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number.

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

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. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Bonus PSU	\$ 10.53 <u>(2)</u>	02/28/2005	02/28/2005	J ⁽²⁾	83,421	02/28/2005	02/28/2005	Common Stock (CMS)	83,421
Phantom Stock Units (Salary)	\$ 10.53 <u>(3)</u>	02/28/2005	02/28/2005	J ⁽³⁾	6,786	02/28/2005	02/28/2005	Common Stock (CMS)	6,786

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
JOOS DAVID W CMS ENERGY CORPORATION ONE ENERGY PLAZA JACKSON, MI 49201-2276	X		President and CEO	

Signatures

/s/MDVanHemert, Attny in Fact
Date: 03/01/2005
**Signature of Reporting Person

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).
- (1) Total includes 237,500 shares of Restricted Stock, of which 100,000 shares are nominal. (The nominal shares received will be determined by the passage of time and achievement of performance objectives under CMS Energy Corporation's Performance Incentive Stock Plan.)
These units were held pursuant to the Salaried Employees Merit Program, and were acquired at a price of \$8.80 per share on March 24,
 - (2) 2004, upon the mandatory deferral of the Reporting Person's 2003 annual bonus award. Pursuant to the Program, such units have been settled in cash at a per unit value of \$10.53, the market price of the Common Stock of the Corporation on January 31, 2005.
 - (3) These units were held pursuant to the Salaried Employees Merit Program of CMS Energy Corporation and were acquired on various dates in 2003 at prices ranging from \$4.41 to \$8.52 per share. Pursuant to the Plan, such units have been settled in cash at a per unit value of

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\$10.53, the market price of the Common Stock of the Corporation on January 31, 2005.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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