

CMS ENERGY CORP
Form DEFA14A
March 22, 2019

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

SCHEDULE 14A

Proxy Statement Pursuant to Section 14(a) of
the Securities Exchange Act of 1934

Filed by the Registrant

Filed by a Party other than the Registrant

Check the appropriate box:

Preliminary Proxy Statement

Confidential, for Use of the Commission Only (as permitted by Rule 14a-6(e)(2))

Definitive Proxy Statement

Definitive Additional Materials

Soliciting Material under §240.14a-12

CMS Energy Corporation
(Name of Registrant as Specified In Its Charter)

(Name of Person(s) Filing Proxy Statement, if other than the Registrant)

Payment of Filing Fee (Check the appropriate box):

No fee required.

Fee computed on table below per Exchange Act Rules 14a-6(i)(1) and 0-11.

(1) Title of each class of securities to which transaction applies:

(2) Aggregate number of securities to which transaction applies:

(3) Per unit price or other underlying value of transaction computed pursuant to Exchange Act Rule 0-11 (set forth the amount on which the filing fee is calculated and state how it was determined):

(4) Proposed maximum aggregate value of transaction:

(5) Total fee paid:

Fee paid previously with preliminary materials.

Check box if any part of the fee is offset as provided by Exchange Act Rule 0-11(a)(2) and identify the filing for which the offsetting fee was paid previously. Identify the previous filing by registration statement number, or the Form or Schedule and the date of its filing.

(1) Amount Previously Paid:

(2) Form, Schedule or Registration Statement No.:

(3) Filing Party:

(4) Date Filed:

Hope you are well. Wanted to give you a heads that the proxy statement for CMS Energy was publicly released and can be located on our website at this link. We wanted to touch base with you on the proposals that have been introduced this year. Proposals 1, 2, and 3 align with our company values and support the makeup of a strong and diversified board, fair and commensurate executive compensation, and an independent public auditing firm that is in the best interest of the company and our shareholders.

However, Proposal 4 is NOT in the best interest of our company or our shareholders and we ask for careful consideration if considering voting contrary to the Board's recommendation. We have robust disclosures and governance regarding political activities and related policies all of which are on our company website at this link. Our thoughtful political strategy, strong governance, Board oversight, and significant public disclosures appropriately address the concerns cited in Proposal 4, and any additional reporting would be an unnecessary and imprudent use of our company's time and resources and could hinder future engagement.

We would be happy to discuss any concerns or questions you may have regarding these proposals.

Thank you,
Sri Maddipati CMS Energy | Vice President, Treasurer and Investor Relations
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