

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) May 2, 2025

**Commission
File Number**

**Registrant; State of Incorporation;
Address; and Telephone Number**

**IRS Employer
Identification No.**

1-9513

CMS ENERGY CORPORATION
(A Michigan Corporation)
One Energy Plaza
Jackson, Michigan 49201
(517) 788-0550

38-2726431

1-5611

CONSUMERS ENERGY COMPANY
(A Michigan Corporation)
One Energy Plaza
Jackson, Michigan 49201
(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))

Securities registered pursuant to Section 12(b) of the Act:

<u>Title of each class</u>	<u>Trading Symbol(s)</u>	<u>Name of each exchange on which registered</u>
CMS Energy Corporation Common Stock, \$0.01 par value	CMS	New York Stock Exchange
CMS Energy Corporation 5.625% Junior Subordinated Notes due 2078	CMSA	New York Stock Exchange
CMS Energy Corporation 5.875% Junior Subordinated Notes due 2078	CMSC	New York Stock Exchange
CMS Energy Corporation 5.875% Junior Subordinated Notes due 2079	CMSD	New York Stock Exchange
CMS Energy Corporation, Depositary Shares, each representing a 1/1,000th interest in a share of 4.200% Cumulative Redeemable Perpetual Preferred Stock, Series C	CMS PRC	New York Stock Exchange
Consumers Energy Company Cumulative Preferred Stock, \$100 par value: \$4.50 Series	CMS-PB	New York Stock Exchange

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter). Emerging growth company: CMS Energy Corporation

Consumers Energy Company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act. CMS Energy Corporation Consumers Energy Company

Item 5.07. Submission of Matters to a Vote of Security Holders.

CMS ENERGY CORPORATION

At the CMS Energy 2025 annual meeting of shareholders held on May 2, 2025, the shareholders of CMS Energy voted upon the proposals as described in its proxy statement dated March 20, 2025. The results of the shareholder votes are as follows.

1. Proposal to elect members to the CMS Energy Board of Directors. All of the nominees were elected with the votes for individual nominees as follows:

Number of Votes:

	FOR	AGAINST	ABSTAIN	BROKER NON-VOTE
Deborah H. Butler	254,456,264	5,963,009	354,031	12,237,427
Kurt L. Darrow	246,735,247	13,805,916	232,141	12,237,427
Ralph Izzo	259,647,958	842,715	282,631	12,237,427
Garrick J. Rochow	249,178,636	11,360,492	234,176	12,237,427
John G. Russell	245,068,328	15,476,517	228,459	12,237,427
Suzanne F. Shank	259,085,791	1,456,511	231,002	12,237,427
Myrna M. Soto	247,849,339	12,689,146	234,819	12,237,427
John G. Sznewajs	255,439,464	5,090,860	242,980	12,237,427
Ronald J. Tanski	257,108,585	3,427,079	237,640	12,237,427
Laura H. Wright	235,029,901	25,521,110	222,293	12,237,427

2. Non-binding advisory proposal to approve the compensation paid to CMS Energy's named executive officers, as disclosed in its proxy statement pursuant to the compensation disclosure rules of the Securities and Exchange Commission, including the *Compensation Discussion and Analysis*, the compensation tables and the related narrative disclosure, was approved, with a vote as follows:

Number of Votes:

FOR	AGAINST	ABSTAIN	BROKER NON-VOTE
240,438,055	17,709,150	2,626,099	12,237,427

3. Proposal to ratify the appointment of PricewaterhouseCoopers LLP as the independent registered public accounting firm to audit CMS Energy's financial statements for the year ending December 31, 2025 was approved, with a vote as follows:

Number of Votes:

FOR	AGAINST	ABSTAIN	BROKER NON-VOTE
261,075,981	11,705,319	229,431	0

4. Shareholder Proposal: Support Shareholder Ability to Call for a Special Shareholder Meeting received the majority of votes, with a vote as follows:

Number of Votes:

FOR	AGAINST	ABSTAIN	BROKER NON-VOTE
182,883,670	77,497,039	392,595	12,237,427

CONSUMERS ENERGY COMPANY

At the concurrent Consumers Energy 2025 annual meeting of shareholders, the shareholders of Consumers Energy voted upon the proposals as described in its proxy statement dated March 20, 2025. The results of the shareholder votes are as follows.

1. Proposal to elect members to the Consumers Energy Board of Directors. All of the nominees were elected with the votes for individual nominees as follows:

Number of Votes:

	FOR	WITHHOLD	BROKER NON-VOTE
Deborah H. Butler	84,183,455	9,326	161,728
Kurt L. Darrow	84,183,379	9,402	161,728
Ralph Izzo	84,185,104	7,677	161,728
Garrick J. Rochow	84,185,773	7,008	161,728
John G. Russell	84,186,564	6,217	161,728
Suzanne F. Shank	84,182,986	9,795	161,728
Myrna M. Soto	84,183,696	9,085	161,728
John G. Sznewajs	84,185,539	7,242	161,728
Ronald J. Tanski	84,185,729	7,052	161,728
Laura H. Wright	84,183,161	9,620	161,728

2. Non-binding advisory proposal to approve the compensation paid to Consumers Energy's named executive officers, as disclosed in its proxy statement pursuant to the compensation disclosure rules of the Securities and Exchange Commission, including the *Compensation Discussion and Analysis*, the compensation tables and the related narrative disclosure, was approved, with a vote as follows:

Number of Votes:

FOR	AGAINST	ABSTAIN	BROKER NON-VOTE
84,164,804	21,056	6,921	161,728

3. Proposal to ratify the appointment of PricewaterhouseCoopers LLP as the independent registered public accounting firm to audit Consumers Energy's financial statements for the year ending December 31, 2025 was approved, with a vote as follows:

Number of Votes:

FOR	AGAINST	ABSTAIN	BROKER NON-VOTE
84,349,148	4,951	410	0

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits.

104 Cover Page Interactive Data File (the cover page XBRL tags are embedded in the Inline XBRL document).

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.

Dated: May 6, 2025

CMS ENERGY CORPORATION

By: /s/ Melissa M. Gleespen
Melissa M. Gleespen
Vice President, Corporate Secretary and Chief Compliance Officer

Dated: May 6, 2025

CONSUMERS ENERGY COMPANY

By: /s/ Melissa M. Gleespen
Melissa M. Gleespen
Vice President, Corporate Secretary and Chief Compliance Officer
