

CMS ENERGY CORP
Form 4
May 24, 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 *
RUSSELL JOHN G

(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)
05/23/2005

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)
Pres/CEO, Sub-Consumers Energy

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 Indirect Beneficial Ownership (Instr. 4)	
				(A) or (D)	Price			
				Code	V	Amount		
Common Stock (CMS)	05/23/2005		M	10,900	A	\$ 12.9894	84,465	D
Common Stock (CMS)	05/23/2005		S	9,231	D	\$ 12.9894	75,234	D
Common Stock (CMS)	05/23/2005		M	76,000	A	\$ 12.9894	151,234	D
Common Stock	05/23/2005		S	60,131	D	\$	91,103	D

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Stock (CMS)						12.9894		
Common Stock (CMS)	05/23/2005		F	17,538	D	\$ 12.9894	73,565 ⁽¹⁾	D
Common Stock (CMS)							2,971	I 401(k)

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

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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 Underlying Security (Instr. 3 and 4)	Amount or Number of Shares	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	
Emp Stock Options-2002	\$ 8.12	05/23/2005		M	10,900	07/31/2002	08/30/2012	Common Stock (CMS)	10,
Emp Stock Options-2003	\$ 6.35	05/23/2005		M	76,000	08/22/2003	09/21/2013	Common Stock (CMS)	76,

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

RUSSELL JOHN G
CMS ENERGY CORPORATION
ONE ENERGY PLAZA
JACKSON, MI 49201-2276

Pres/CEO, Sub-Consumers Energy

Signatures

/s/ MDVanHemert, Attorney
in Fact

05/24/2005

__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 71,750 shares of Restricted Stock of CMS, of which 45,000 shares are nominal. (The actual number of nominal shares (1) received will be determined by the passage of time and achievement of performance objectives under CMS' Performance Incentive Stock Plan.)

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.