

Edgar Filing: CMS ENERGY CORP - Form FWP

CMS ENERGY CORP
Form FWP
December 09, 2005

FILED UNDER RULE 433
FILE NO. 333-125553

Final Term Sheet

December 8, 2005

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| Issuer: | CMS Energy Corporation (CMS) |
| Size: | \$125,000,000 |
| Description: | Senior notes |
| Type: | SEC-registered |
| Joint book-running managers: | Registration statement no. 333-125553 Citigroup Global Markets Inc.; Merrill Lynch, Pierce, Fenner & Smith Incorporated |
| Co-managers: | Banc of America Securities LLC; KeyBanc Capital Markets, a division of McDonald Investments Inc.; Wedbush Morgan Securities Inc. |
| Underwriting Commitment: | Citigroup Global Markets Inc.: \$50,000,000 Merrill Lynch, Pierce, Fenner & Smith Incorporated \$50,000,000 Banc of America Securities LLC: \$12,500,000 KeyBanc Capital Markets, a division of McDonald Investments Inc.: \$6,250,000 Wedbush Morgan Securities Inc.: \$6,250,000 |
| Maturity: | December 15, 2015 |
| Interest rate: | 6.875% |
| Interest payment dates: | June 15 and December 15 |
| First interest payment date: | June 15, 2006 |
| Record dates: | June 1 and December 1 |
| Yield to maturity: | 6.875% |
| Spread: | 2.40% |
| Make-whole call: | Treasury rate plus 50 basis points |
| Public offering price: | 100.00% per note; \$125,000,000 total |
| Underwriting discount: | 1.75% per note; \$2,187,500 total |
| Proceeds (before expenses) to CMS: | 98.25% per note; \$122,812,500 total |
| Settlement date: | December 13, 2005 (T+3) |
| Selling concession: | 0.50% |
| Reallowance to other dealers: | 0.25% |
| CUSIP: | 125896AZ3 |

CMS ENERGY CORPORATION HAS FILED A REGISTRATION STATEMENT (INCLUDING A PROSPECTUS) WITH THE SECURITIES AND EXCHANGE COMMISSION ("SEC") FOR THE OFFERING TO WHICH THIS COMMUNICATION RELATES. BEFORE YOU INVEST, YOU SHOULD READ THE PROSPECTUS IN THAT REGISTRATION STATEMENT AND OTHER DOCUMENTS CMS ENERGY CORPORATION HAS FILED WITH THE SEC FOR MORE COMPLETE INFORMATION ABOUT CMS ENERGY CORPORATION AND THIS OFFERING. YOU MAY GET THESE DOCUMENTS FOR FREE BY VISITING EDGAR ON THE SEC WEBSITE AT WWW.SEC.GOV. ALTERNATIVELY, CMS ENERGY CORPORATION, ANY UNDERWRITER OR ANY DEALER PARTICIPATING IN THE OFFERING WILL ARRANGE TO SEND YOU THE PROSPECTUS IF YOU REQUEST IT BY CALLING TOLL-FREE

1-800-248-3580.