

Summary of Code of Conduct Revisions

On January 17, 2019, the Boards of Directors of CMS Energy Corporation and Consumers Energy Company (collectively, the “Company”), upon the recommendation of the Governance, Sustainability and Public Responsibility Committees, approved the CMS Energy 2019 Code of Conduct and Guide to Ethical Business Behavior (“CMS Energy Code”) and the EnerBank USA 2019 Code of Conduct and Guide to Ethical Business Behavior (“EnerBank Code,” collectively, the “2019 Codes”).

The CMS Energy Code applies to all employees of the Company (including the chief executive officer, chief financial officer, and principal accounting officer and controller or persons performing similar functions).

The 2019 Codes revised the prior codes in order to expand the equal employment opportunity description and incorporate minor policy changes. The 2019 Codes will be effective January 17, 2019.

The CMS Energy Code and EnerBank Code policy changes are highlighted below:

- Use of Company Assets, Including Internet and Email – This policy was updated with minor adjustments to policy language to clarify that employees do not have an expectation of privacy when using company systems.
- Confidentiality and Privacy – This policy was updated to add payment or credit card information as an example of protected, sensitive information. The policy was also updated to add the security department as an area to report inadvertent disclosure of confidential or sensitive information.
- Equal Employment Opportunity – This policy was updated to expand the description.
- Corporate Political Activities– This policy was updated to clarify the requirements of political activities at both the state and federal levels, as well as to reinforce the importance of aligning with Corporate Political Affairs.
- Corporate Risk– This policy was updated to clarify the areas covered through the risk governance process.
- Examples of Concerns– This policy was updated to add sexual harassment and bullying as categories that employees should report.
- Discipline and Penalties– This policy was updated to add employee well-being to the list of impacts that could result in corrective action for egregious personal or professional behavior.

The foregoing summary of the amendments is subject to and qualified in its entirety by reference to the full text of the 2019 Codes, which are located in the Compliance and Ethics section of the Company’s website at www.cmsenergy.com.