

OMB APPROVAL	
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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

1. Name and Address of Reporting Person* <u>Curci Brian</u>			2. Issuer Name and Ticker or Trading Symbol <u>NRG ENERGY, INC. [ NRG ]</u>			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director <input type="checkbox"/> 10% Owner <input type="checkbox"/> <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) <u>Exec VP &amp; General Counsel</u>		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) <u>01/02/2022</u>			6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person		
<u>804 CARNEGIE CENTER</u>			4. If Amendment, Date of Original Filed (Month/Day/Year)					
(Street)								
<u>PRINCETON</u>	<u>NJ</u>	<u>08540</u>						
(City)	(State)	(Zip)						

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)
			Code	V	Amount	(A) or (D)	Price			
Common Stock, par value \$.01 per share	01/02/2022		A		9,575 <sup>(1)</sup>	A	\$0 <sup>(2)</sup>	49,565	D	
Common Stock, par value \$.01 per share	01/02/2022		M		6,588	A	\$0 <sup>(3)</sup>	56,153	D	
Common Stock, par value \$.01 per share	01/02/2022		M		485	A	\$0.0000 <sup>(4)</sup>	56,638	D	
Common Stock, par value \$.01 per share	01/02/2022		F		495	D	\$0.0000 <sup>(5)</sup>	56,143 <sup>(6)</sup>	D	
Common Stock, par value \$.01 per share	01/02/2022		F		566	D	\$0.0000 <sup>(7)</sup>	55,577 <sup>(8)</sup>	D	
Common Stock, par value \$.01 per share	01/02/2022		F		571	D	\$0.0000 <sup>(9)</sup>	55,006 <sup>(10)</sup>	D	
Common Stock, par value \$.01 per share	01/02/2022		F		1,940	D	\$0.0000 <sup>(11)</sup>	53,066	D	

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 of Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date						Title
Dividend Equivalent Rights	\$0.0000 <sup>(4)</sup>	01/02/2022		M		485		01/02/2022	01/02/2022	Common Stock, par value \$.01 per share	485	\$0.0000	0.0000	D	
Relative Performance Stock Units	<sup>(3)</sup>	01/02/2022		M		6,588		01/02/2022	01/02/2022	Common Stock, par value \$.01 per share	6,588	\$0.0000	0.0000	D	
Relative Performance Stock Units	\$0.0000 <sup>(12)</sup>	01/02/2022		A		14,588 <sup>(13)</sup>		01/02/2025	01/02/2025	Common Stock, par value \$.01 per share	14,588	\$0.0000	14,588 <sup>(14)</sup>	D	

Explanation of Responses:

- Represents Restricted Stock Units issued to the Reporting Person under NRG Energy, Inc.'s Amended and Restated Long-Term Incentive Plan ("LTIP").
- Each RSU is equivalent in value to one share of NRG's Common Stock, par value \$.01 per share. The Reporting Person will receive from NRG one such share of Common Stock for each RSU that will vest ratably over a three year period beginning on the first anniversary of the date of grant.
- The Reporting Person was issued 8,235 RPSUs by NRG under the LTIP on January 2, 2019 that vested on January 2, 2022. On the vesting date the Reporting Person was entitled to receive a maximum of 16,470 shares of Common Stock if the company achieved 100% increase in total shareholder return since the grant date (the "Maximum"), 8,235 shares of Common Stock if there is no change in total shareholder return since the grant date (the "Target") or 2058 shares of Common Stock if there is a 25% decrease in total shareholder return since the grant date (the "Threshold"). The Reporting Person would not have received any shares of Common Stock if total shareholder return had decreased by more than 25% since the grant date. The number of shares that the Reporting Person could have received in interpolated for total shareholder return fall between Threshold, Target and Maximum levels. On January 2, 2022 the reporting person vested in 6,588 shares.
- In connection with the vesting of the RPSUs described above, an incremental 485 DERs vested. Dividend equivalent rights accrue on the Reporting Person's restricted stock units, market stock units or relative performance stock units, which become exercisable proportionately with the restricted stock units, market stock units or relative performance stock units to which they relate and may only be settled in NRG common stock. Each dividend equivalent right is the economic equivalent of one share of NRG common stock.
- On January 2, 2021, the Reporting Person was issued 5,358 Restricted Stock Units ("RSUs") by NRG Energy, Inc. under NRG Energy, Inc.'s Amended and Restated Long Term Incentive Plan. Each RSU is equivalent in value to one share of NRG's common stock, par value \$.01. On January 2, 2022 1,629 shares vested. The Reporting Person elected to satisfy their tax obligation upon the exchange of common stock for RSUs having value on the date of the exchange equal to the withholding obligation. This form reflects the surrender of 495 shares of common stock to satisfy the grantee's tax withholding obligation.
- In connection with the vesting of the RSUs described above, 59 DERs vested, resulting in the Reporting Person holding 482 dividend equivalent rights in the aggregate. Dividend equivalent rights accrue on the Reporting Person's restricted stock units, market stock units or relative performance stock units, which become exercisable proportionately with the restricted stock units, market stock units or relative performance stock units.
- On January 2, 2020, the Reporting Person was issued 4,892 Restricted Stock Units ("RSUs") by NRG Energy, Inc. under NRG Energy, Inc.'s Amended and Restated Long Term Incentive Plan. Each RSU is equivalent in value to one share of NRG's common stock, par value \$.01. On January 2, 2022 1,629 shares vested. The Reporting Person elected to satisfy their tax obligation upon the exchange of common stock for RSUs having a value on the date of the exchange equal to the withholding obligation. This form reflects the surrender of 566 shares of common stock to satisfy the grantee's tax withholding obligation.
- In connection with the vesting of the RSUs described above, 114 DERs vested, resulting in the Reporting Person holding 368 dividend equivalent rights in the aggregate. Dividend equivalent rights accrue on the Reporting Person's restricted stock units, market stock units or relative performance stock units, which become exercisable proportionately with the restricted stock units, market stock units or relative performance stock units.
- On January 2, 2019, the Reporting Person was issued 4,871 Restricted Stock Units ("RSUs") by NRG Energy, Inc. under NRG Energy, Inc.'s Amended and Restated Long Term Incentive Plan. Each RSU is equivalent in value to one share of NRG's common stock, par value \$.01. On January 2, 2022 1,627 shares vested. The Reporting Person elected to satisfy their tax obligation upon the exchange of common stock for RSUs having value on the date of the exchange equal to the withholding obligation. This form reflects the surrender of 571 shares of common stock to satisfy the grantee's tax withholding obligation.

