SEC Form 4

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

OMB APPROVAL

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OMB Number:	3235-0287			
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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

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

1. Name and Addre	1 0	Person [*]		uer Name and Ticke <u>GENERGY, 1</u>						ationship of Reporti k all applicable) Director	ng Person(s) to 10% (
(Last) 804 CARNEGII	(First) E CENTER	(Middle)		e of Earliest Transa I/2021	ction (N	1onth/	Day/Year)			Officer (give title below)	Other below	(specify)
			4. If A	mendment, Date of	Origina	l Filed	(Month/Day/	Year)	6. Indi Line)	vidual or Joint/Grou	p Filing (Check	Applicable
(Street) PRINCETON	NJ	08540							X	Form filed by On Form filed by Mo	1 0	
(City)	(State)	(Zip)								Person		
Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned												
Date		2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	on Date, Transaction Code (Instr.					5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership	
					Code	v	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)		(Instr. 4)

14,271(2) **\$0**⁽¹⁾ Common Stock, par value \$.01 per share 06/01/2021 Α 5,176 A D Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) 8. Price of 1. Title of 3. Transaction 3A. Deemed 5. Number 6. Date Exercisable and 7. Title and 9. Number of 10 11. Nature Conversion Derivative Execution Date. Transaction Ownership Date Expiration Date Amount of Derivative derivative of Indirect of Security (Instr. 3) or Exercise Price of (Month/Day/Year) if any (Month/Day/Year) Code (Instr. Derivative (Month/Day/Year) Securities Security (Instr. 5) Securities Form: Beneficial 8) Ownership (Instr. 4) Securities Acquired Underlying Beneficially Direct (D) Derivative Derivative Owned or Indirect Security (A) or Security (Instr. 3 and 4) Following (I) (Instr. 4) Disposed Reported of (D) (Instr. 3, 4 . Transaction(s) (Instr. 4) and 5) Amount or Number Expiration Date of Code v (A) (D) Exercisable Date Title Shares

Explanation of Responses:

1. The Reporting Person was issued Deferred Stock Units by NRG Energy, Inc. under NRG Energy, Inc.'s Amended and Restated Long Term Incentive Plan on June 1, 2021. Each Deferred Stock Unit was equivalent in value to one share of NRG Energy, Inc.'s Common Stock, par value \$.01 per share. On June 1, 2021, the Reporting Person received from NRG Energy, Inc. one such share of Common Stock in exchange for each Deferred Stock Unit they were issued on that same date.

2. Includes 228 dividend equivalent rights.

Christine	<u>Zoino,</u>	<u>by I</u>	<u>Power of</u>	
Attorney				

06/03/2021

** Signature of Reporting Person Date

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

* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.