UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIESM

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

OMB APPROVAL

OMB Number: 3235-0104

Expires: December 31,

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1. Name and Address of Reporting Person*	2. Date of Event Requiring Statement (Month/Day/Year) 12/05/2003	3. Issuer Name and Ticker or Trading Symbol NRG ENERGY INC [NRGEV.PK]			
MATLINPATTERSON LLC		4. Relationship of Reporting Person(s) 5. If Amendment, Date of Original Filed (Month/Day/Year)			
(Last) (First) (Middle) 520 MADISON AVENUE,		Officer (give title below) Check all applicable) 10% Owner Other Specify Check Applicable Line) Form filed by One Reporting Person			
(Street) NEW YORK NY 10022		Indirect Beneficial Owner Reporting Person Form filed by More than One Reporting Person			
(City) (State) (Zip)					

Table I - Non-Derivative Securities Beneficially Owned					
1. Title of Security (Instr. 4)	2. Amount of Securities Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)		
Common Stock	20,320,808	(1) (2)	See footnote		

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)							
1. Title of Derivative Security (Instr. 4)			Securities Underlying Derivative Security (Instr.		,	Ownership Form: Direct (D)	Beneficial Ownership
	Date Exercisable	Expiration Date	Title	Amount or Number of SharesM	Price of Derivative Security	or Indirect (I) (Instr. 5)	(Instr. 5)

Explanation of Responses:

- 1. MatlinPatterson Global Opportunities Partners L.P. is the direct beneficial owner of 15,069,728 shares of Common Stock of the Issuer. MatlinPatterson Global Opportunities Partners (Bermuda) L.P. is the direct beneficial owner of 5,251,080 shares of Common Stock of the Issuer.
- 2. MatlinPatterson Global Partners LLC ("Matlin Partners") is the general partner of MatlinPatterson Global Opportunities Partners L.P. and MatlinPatterson Global Opportunities Partners (Bermuda) L.P. MatlinPatterson Global Advisers LLC ("Matlin Advisers") is the investment advisor to MatlinPatterson Global Opportunities Partners L.P. and MatlinPatterson Global Opportunities Partners (Bermuda) L.P. MatlinPatterson Asset Management LLC ("Matlin Asset Management") is the managing member of Matlin Partners and Matlin Advisers. MatlinPatterson LLC ("MatlinPatterson") is the managing member of Matlin Asset Management. David J. Matlin and Mark R. Patterson each own 50% of the membership interests of MatlinPatterson. Mark R. Patterson serves on the Board of Directors of the Issuer.

Remarks:

Please see attached Exhibit 99.1 for Joint Filer Information. The Reporting Person is filing solely in its capacity as indirect beneficial owner of securities.

/s/ Mark R. Patterson, as member for 12/15/2003

MatlinPatterson LLC

** 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 5(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.

Reporting Person: MatlinPatterson LLC

Issuer Name and Ticker Symbol: NRG Energy, Inc. (NRGEV.PK)

Date of Event Requiring Statement: 12/5/03

Joint Filer Information

Each of the following filers have designated MatlinPatterson LLC as the ("Designated Filer") for purposes of the attached Form 3.

- (1) MatlinPatterson Asset Management LLC 520 Madison Avenue New York New York 10022
- (2) MatlinPatterson Global Opportunities Partners L.P. 520 Madison Avenue New York New York 10022
- (3) MatlinPatterson Global Opportunities Partners (Bermuda) L.P. 520 Madison Avenue New York New York 10022
- (4) MatlinPatterson Global Partners LLC 520 Madison Avenue New York New York 10022
- (5) MatlinPatterson Global Advisers LLC 520 Madison Avenue New York New York 10022
- (6) David J. Matlin
 520 Madison Avenue
 New York New York 10022
- (7) Mark R. Patterson 520 Madison Avenue New York New York 10022

Date: December 15, 2003 MATLINPATTERSON ASSET MANAGEMENT LLC

By: /s/ Mark R. Patterson

Name: Mark R. Patterson

Title: Chairman

Date: December 15, 2003 MATLINPATTERSON GLOBAL OPPORTUNITIES PARTNERS L.P.

By: MatlinPatterson Global Partners LLC as general partner

By: /s/ Mark R. Patterson

Name: Mark R. Patterson Title: Director

Date: December

15, 2003 MATLINPATTERSON GLOBAL OPPORTUNITIES PARTNERS (BERMUDA) L.P.

By: MatlinPatterson Global Partners LLC

as general partner

By: /s/ Mark R. Patterson

Name: Mark R. Patterson

Title: Director

Date: December 15, 2003 MATLINPATTERSON GLOBAL PARTNERS LLC

By: /s/ Mark R. Patterson

Name: Mark R. Patterson

Title: Director

Date: December 15, 2003 MATLINPATTERSON GLOBAL ADVISERS LLC

By: /s/ Mark R. Patterson

Name: Mark R. Patterson

Title: Chairman

Date: December 15, 2003 DAVID J. MATLIN

By: /s/ David J. Matlin

Name: David J. Matlin

Date: December 15, 2003 MARK R. PATTERSON

By: /s/ Mark R. Patterson

Name: Mark R. Patterson