

**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549**

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): **February 1, 2021**

NRG ENERGY, INC.

(Exact name of Registrant as specified in its charter)

Delaware
(State or other jurisdiction of
incorporation)

001-15891
(Commission File Number)

41-1724239
(IRS Employer Identification
No.)

804 Carnegie Center, Princeton, New Jersey 08540
(Address of principal executive offices, including zip code)

(609) 524-4500
(Registrant's telephone number, including area code)

N/A
(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- Written communication pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Securities registered pursuant to Section 12(b) of the Act:

Title of each class	Trading Symbol(s)	Name of each exchange on which registered
Common Stock, par value \$0.01 per share	NRG	New York Stock Exchange

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (17 CFR §230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (17 CFR §240.12b-2 of this chapter).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

Item 5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.

On February 1, 2021, Kirkland B. Andrews, Executive Vice President and Chief Financial Officer of NRG Energy, Inc. (the “Company”), notified the Company of his intent to leave the Company for another career opportunity. Effective February 4, 2021, Mr. Andrews stepped down as Chief Financial Officer and from his positions with the Company and its subsidiaries. Mr. Andrews will remain with the Company in an advisory capacity until February 19, 2021. The resignation was not the result of any disagreement he had with the Company on any matter relating to the Company’s operations, policies and practices, including any matters concerning the Company’s controls or any financial or accounting-related matters or disclosures.

Effective February 4, 2021, Gaetan Frotte, Senior Vice President and Treasurer of the Company, assumed the position of Interim Chief Financial Officer of the Company. Mr. Frotte, age 50, has served as Senior Vice President and Treasurer of the Company since December 2015. Prior to this position, he served in a number of roles with the Company and its subsidiaries over the last 15 years, including as Vice President and Assistant Treasurer. There are no transactions between Mr. Frotte and the Company that are required to be reported under Item 404(a) of Regulation S-K.

At this time, changes to Mr. Frotte’s compensation arrangements with the Company in connection with his appointment to the position of Interim Chief Financial Officer have not yet been determined. The Company will file an amendment to this Current Report on Form 8-K when such arrangements have been determined.

A copy of the press release announcing the above described management changes is attached as Exhibit 99.1 to this Current Report on Form 8-K and incorporated herein by reference.

Item 9.01 Financial Statement and Exhibits

(c) Exhibits:

Exhibit No.	Description
99.1	Press release dated February 4, 2021
104	Cover Page Interactive Data File - the cover page XBRL tags are embedded within the IXBRL document.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

NRG Energy, Inc.
(Registrant)

Dated: February 4, 2021

By: /s/ Christine A. Zoino
Christine A. Zoino
Corporate Secretary



NRG Energy Announces CFO Transition

PRINCETON, N.J.—February 4, 2021—NRG Energy, Inc. (NYSE: NRG) today announced Kirkland Andrews is stepping down as Chief Financial Officer (CFO), effective February 4, 2021. Mr. Andrews will remain with NRG in an advisory capacity through February 19, 2021. NRG has appointed Mr. Gaetan Frotte, the Company's Senior Vice President and Treasurer, to serve as Interim CFO effective February 4, 2021.

"Kirk's leadership and counsel helped achieve the financial foundation and simplicity that underpins the compelling strategic and financial flexibility that we enjoy today. His work through the Transformation Plan, strengthening our balance sheet, and simplifying our capital structure have been invaluable. On behalf of our Board and the entire NRG team, I would like to thank Kirk for his dedicated service and partnership over the last decade, and wish him well in his new role," said Mauricio Gutierrez, NRG President, and Chief Executive Officer. "Today, following the completion of the Direct Energy acquisition and with legacy financial complexities largely behind us, our financial outlook is strong and path to investment grade credit ratings is clear. I have the utmost confidence in Gaetan's ability to lead our finance team on an interim basis; he has been a proven leader and integral advisor to our financial strategy."

Mr. Frotte, age 50, has served as Senior Vice President and Treasurer of the Company since December 2015, and in various senior management positions since joining in 2006. His diverse experience within NRG provides strong knowledge of the business, people, processes, and systems, and all aspects of the Company's financial reporting and corporate governance. He studied management at The University of Hertfordshire and received a B.A. in Accounting Finance from Institut Supérieur du Commerce. He also holds an MBA, Finance from the University of Virginia – Darden Graduate School of Business Administration.

NRG will conduct a search for a permanent CFO, which will consider internal and external candidates. Mr. Frotte will continue in his role as Treasurer and will serve as the Interim CFO through the successful conclusion of the replacement search process.

About NRG Energy

At NRG, we're bringing the power of energy to people and organizations by putting customers at the center of everything we do. We generate electricity and provide energy solutions and natural gas to millions of customers through our diverse portfolio of retail brands. A Fortune 500 company, operating in the United States and Canada, NRG delivers innovative solutions while advocating for competitive energy markets and customer choice, working towards a sustainable energy future. More information is available at www.nrg.com. Connect with NRG on Facebook, LinkedIn and follow us on Twitter @nrgenenergy.

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