FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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

| 1. Name and Addre | ess of Reporting P | erson* | | uer Name and Ticke <mark>G ENERGY, 1</mark> | • | | | tionship of Reporti all applicable) Director | 10% 0 | Dwner |
|---------------------------------|---------------------|----------------|--|---|---|---|------------------------|---|---|---|
| (Last) 804 CARNEGI | (First) E CENTER | (Middle) | | te of Earliest Transa 1/2022 | ction (Month/ | Day/Year) | X | Officer (give title below) Exec VP & G | below | , |
| (Street) PRINCETON (City) | NJ (State) | 08540 (Zip) | 4. lf / | Amendment, Date of | Original Filed | (Month/Day/Year) | 6. Indiv Line) X | idual or Joint/Grou Form filed by On Form filed by Mo Person | e Reporting Per | son |
| | ٦ | Table I - Nor | n-Derivative \$ | Securities Acqu | uired, Disp | oosed of, or Bene | ficially | Owned | | |
| Date | | | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | 4. Securities Acquired (Disposed Of (D) (Instr. 3 5) | | 5. Amount of Securities Beneficially Owned Following Reported | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |

| | | | | | | | | Reported | | (Instr. 4) |
|---|------------|--|------|---|--------|---------------|---------------------------|------------------------------------|---|------------|
| | | | Code | v | Amount | (A) or (D) | Price | Transaction(s) (Instr. 3 and 4) | | (instr. 4) |
| Common Stock, par value \$.01 per share | 11/01/2022 | | A | | 132 | A | \$0 ⁽¹⁾ | 53,427 ⁽²⁾ | D | |
| Table II. Derivative Securities Acquired Disposed of or Reputically Owned | | | | | | | | | | |

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| 1 | | | | | | | | | | | | - | | | |
|---|---|--|---|------------------------------|---|-------------|--|--|--------------------|---------------------------|--|---|---|----------------------------------|--|
| 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. Transa Code (8) | | of Deriv | rities lired r osed) r. 3, 4 | 6. Date Exercisable and Expiration Date (Month/Day/Year) | | Expiration Date Amount of | | | rice of 9. Number of ivative derivative surity Securities str. 5) Beneficially Owned Following Reported Transaction(s) (Instr. 4) | Ownership Form: Direct (D) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) |
| | | | | Code | v | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | | | | |

Explanation of Responses:

1. Represents dividend equivalent rights accrued on the Reporting Person's deferred stock units, which become exercisable proportionately with the deferred 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.

2. Reflects a de minimus adjustment of 21 to securities beneficially owned following reported transaction as a result of rounding fractional shares. Includes 832 dividend equivalent rights.

| Christine Zoino, by Power of | <u>11/03/2022</u> |
|--|-------------------|
| <u>Attorney</u> ** 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.

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