## SEC Form 4

Instruction 1(b)

## FORM 4

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See

UNITED STATES	SECURITIES	AND	EXCHANGE	COMMISSION
	\A/eebieste		0540	

Washington, D.C. 20549 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OMB APPROVAL

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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 Address of Reporting Person* Abraham Spencer				uer Name <b>and</b> Ticke			5. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
<u>Abranani Sp</u>	<u>encer</u>				L	1	1	Director	10% 0	Owner		
(Last)	(First)	(Middle)		te of Earliest Transa 1/2024	ction (Month/	Day/Year)		Officer (give title below)	Other below	(specify )		
804 CARNEGI	E CENTER		4. If A	mendment, Date of	Original Filed	(Month/Day/Year)	6. Indiv Line)	ridual or Joint/Grou	p Filing (Check	Applicable		
(Street)							1	Form filed by On	e Reporting Per	son		
PRINCETON	NJ	08540						Form filed by Mo Person	re than One Re	porting		
(City)	(State)	(Zip)	Rul	e 10b5-1(c)	Transact	ion Indication						
				Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.								
Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned												
			2. Transaction	2A. Deemed	3. Transation	4. Securities Acquired (A		5. Amount of	6. Ownership	7. Nature		

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)			4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)		Securities Beneficially	Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(11150. 4)
Common Stock, par value \$.01 per share	06/01/2024		A		2,334(1)	Α	<b>\$0</b> <sup>(2)</sup>	81,725 <sup>(3)</sup>	D	

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) 1. Title of 3. Transaction 3A. Deemed 5. Number 6. Date Exercisable and 7. Title and 8. Price of 9. Number of 10. 11. Nature 2 Date Transaction Code (Instr. Expiration Date (Month/Day/Year) of Indirect Beneficial Derivative Conversion Execution Date, Amount of Derivative derivative Ownership or Exercise (Month/Day/Year) if any Derivative Security Securities Security Securities Form: Direct (D) or Indirect (I) (Instr. 4) (Instr. 3) Price of Derivative (Month/Day/Year) 8) Securities Underlying Derivative (Instr. 5) Beneficially Ownership Acquired Owned (Instr. 4) Security (Instr. 3 and 4) Security (A) or Following Disposed of (D) (Instr. 3, 4 Reported Transaction(s) (Instr. 4) and 5) Amount or Number Date Expiration

Explanation of Responses:

1. Represents 2,334 Deferred Stock Units issued to the Reporting Person under NRG Energy, Inc.'s Amended and Long-Term Incentive Plan.

Code V

(A) (D)

2. Each Deferred Stock Unit is equivalent in value to one share of NRG Energy, Inc.'s Common Stock, par value \$.01 per share. The Reporting Person will receive from NRG Energy, Inc. one such share of Common Stock for each Deferred Stock Unit they own upon termination of their service on NRG Energy, Inc.'s Board of Directors.

Exercisable

Date

Title

Shares

3. Includes 10,693 dividend equivalent rights.

## <u>Christine Zoino, by Power of</u> <u>Attorney</u> <u>06/04/2024</u>

\*\* Signature of Reporting Person Date

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

 $^{\ast}$  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.