SEC Form 4

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION 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 [*] Schaumburg Anne C				suer Name and Tick	0	·	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
<u>Schaumburg</u>	<u>Anne C</u>		1	<u>o Briblio I</u> ,	<u></u> [~]	X	Director	10%	Owner		
(Last) 804 CARNEGI	(First)	(Middle)		ate of Earliest Trans	action (Month/	Day/Year)		Officer (give title below)	Other below	(specify /)		
			4. If A	Amendment, Date o	f Original Filed	(Month/Day/Year)		/idual or Joint/Grou	p Filing (Check	Applicable		
(Street) PRINCETON	NJ	08540					Line)	Form filed by On Form filed by Mo Person	1 0			
(City)	(State)	(Zip)						Person				
	Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned											
	<i>(</i> , , , , , , , , , , , , , , , , , , ,			0.0 D		4.0	a)	E A	a aunahin	7. 1		

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year) 2A. Deemed Execution Da if any (Month/Day/Y		ecution Date, Transa		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)		(1150.4)
Common Stock, par value \$.01 per share	06/01/2022		A		4,320 ⁽¹⁾	A	\$0 ⁽²⁾	91,736 ⁽³⁾	D	

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) 4. 5. Number 6. Date Exercisable and 7. Title and 3. Transaction 3A. Deemed 8. Price of 9. Number of 10.

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)		5. Number of Derivative Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) (A) (D) Date Exercisable and Expiration Date (Month/Day/Year)		7. Titl Amou Secur Unde Deriv Secur 3 and	int of rities rlying ative rity (Instr.	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	v					Title	Amount or Number of Shares		

Explanation of Responses:

1. Represents 4,320 Deferred Stock Units issued to the Reporting Person under NRG Energy, Inc.'s Amended and Restated Long-Term Incentive Plan.

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 she owns upon termination of her service on NRG Energy, Inc.'s Board of Directors.

3. Includes 5,269 dividend equivalent rights.

Christine Zoino, by Power of Attorney

06/03/2022

** 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.

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).