SEC Form 3

# FORM 3

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

## INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

| 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*
Hart Scott Barton

(Last) (First) (Middle)
804 CARNEGIE CENTER

(Street)
PRINCETON NJ 08540

(City) (State) (Zip)

2. Date of Event Requiring Statement (Month/Day/Year)
08/06/2026

3. Issuer Name **and** Ticker or Trading Symbol
NRG ENERGY, INC. [ NRG ]
Foreign Trading Symbol

4. Relationship of Reporting Person(s) to Issuer
(Check all applicable)
Director
10% Owner
☑ Officer (give title below)
Other (specify below)
EVP, President of NRG Business

5. If Amendment, Date of Original Filed (Month/Day/Year)

6. Individual or Joint/Group Filing (Check Applicable Line)
☑ Form filed by One Reporting Person
Form filed by More than One Reporting Person

### Table I - Non-Derivative Securities Beneficially Owned

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---|---|---|---|
| Common Stock, par value $.01 per share | 20,224(1) | D | |
| Common Stock, par value $.01 per share | 1,982 | I | By trust |

### Table II - Derivative Securities Beneficially Owned
### (e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | | 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) | | 4. Conversion or Exercise Price of Derivative Security | 5. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---|---|---|---|---|---|---|---|
| | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | | | |
| Relative Performance Stock Units | 01/02/2027 | 01/02/2027 | Common Stock, par value $.01 per share | 6,051(2) | 0.0000 | D | |
| Relative Performance Stock Units | 01/02/2028 | 01/02/2028 | Common Stock, par value $.01 per share | 3,462(3) | 0.0000 | D | |
| Relative Performance Stock Units | 01/02/2029 | 01/02/2029 | Common Stock, par value $.01 per share | 2,310(4) | 0.0000 | D | |
| Relative Performance Stock Units | 06/15/2029 | 06/15/2029 | Common Stock, par value $.01 per share | 4,141(5) | 0.0000 | D | |

**Explanation of Responses:**

1. Includes 3,988 Restricted Stock Units (RSUs) issued by NRG Energy, Inc. under NRG Energy, Inc.'s Long Term Incentive Plan. Each RSU is equivalent in value to one share of NRG's Common Stock, par value $.01. Includes 92 Dividend Equivalent Rights (DERs). Each DER is the economic equivalent to one share of NRG Common Stock.
2. On January 2, 2024, the Reporting Person was issued 6,051 RPSUs by NRG under the LTIP that vest on January 2, 2027, subject to certain performance conditions.
3. On January 2, 2025, the Reporting Person was issued 3,462 RPSUs by NRG under the LTIP that vest on January 2, 2028, subject to certain performance conditions.
4. On January 2, 2026, the Reporting Person was issued 2,310 RPSUs by NRG under the LTIP that vest on January 2, 2029, subject to certain performance conditions.
5. On June 15, 2026, the Reporting Person was issued 4,141 RPSUs by NRG under the LTIP that vest on June 15, 2029, subject to certain performance conditions.

| Christine Zoino, by Power of Attorney | 08/13/2026 |
|---|---|
| ** 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.**