

Filed by Xcel Energy Inc.
Pursuant to Rule 425 under the Securities Act of 1933

Subject Company: NRG Energy, Inc.
Registration No.: 333-84264

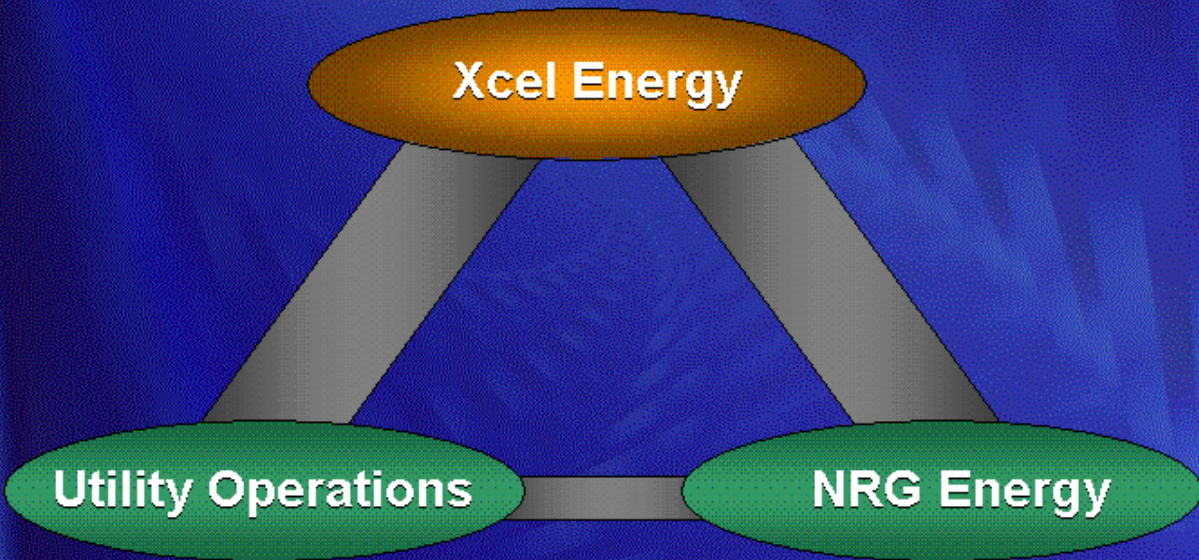




In connection with the proposed NRG exchange offer, Xcel Energy has filed an exchange offer prospectus and related materials with the SEC. INVESTORS AND SECURITY HOLDERS ARE ADVISED TO READ THESE DOCUMENTS, BECAUSE THEY CONTAIN IMPORTANT INFORMATION. Investors and security holders may obtain a free copy of the exchange offer prospectus and other documents filed by Xcel Energy with the SEC at the SEC's web site at <http://www.sec.gov>. Free copies of the exchange offer prospectus, as well as Xcel Energy's related filings with the SEC, may also be obtained from Xcel Energy by directing a request to Xcel Energy.

This presentation contains forward-looking information. Actual results may differ from those anticipated. Factors that could cause actual results to differ include, but are not limited to general economic conditions, including their impact on capital expenditures and the ability of Xcel Energy and its subsidiaries to obtain financing on favorable terms; business conditions in the energy industry; state, federal and foreign legislative and regulatory initiatives that affect cost and investment recovery; the higher degree of risk associated with Xcel Energy's non-regulated businesses compared with its regulated businesses; the completion of the exchange offer for NRG and the realization of the expectations regarding the reacquisition of the NRG common stock; and other risk factors described in Xcel Energy and NRG Energy filings with the SEC, which will be provided upon request.

Dual Growth Platform



Xcel Energy — Utility

Electric Service Area

3.2 Million Customers

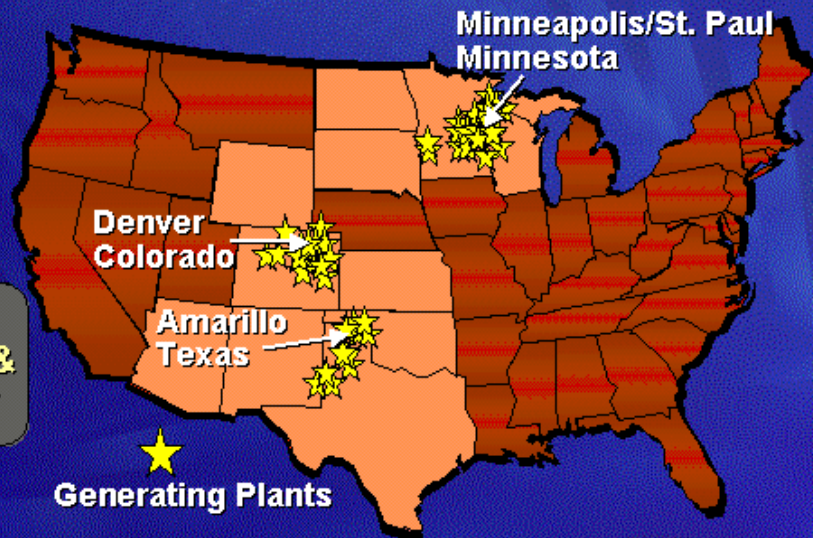
15,394 MW Generation

16,303 Miles of Transmission

Gas Service Area

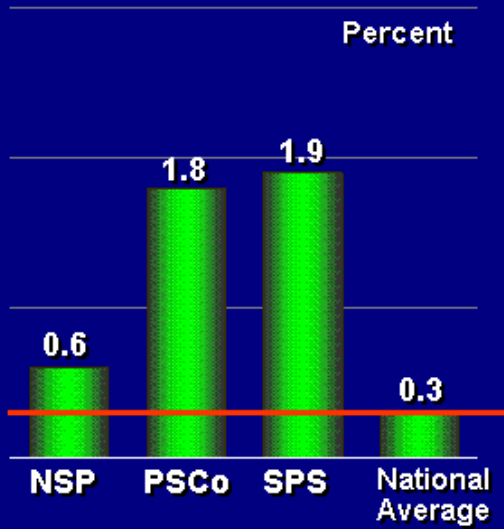
1.7 Million Customers

**4th Largest
Combination Gas &
Electric Company**

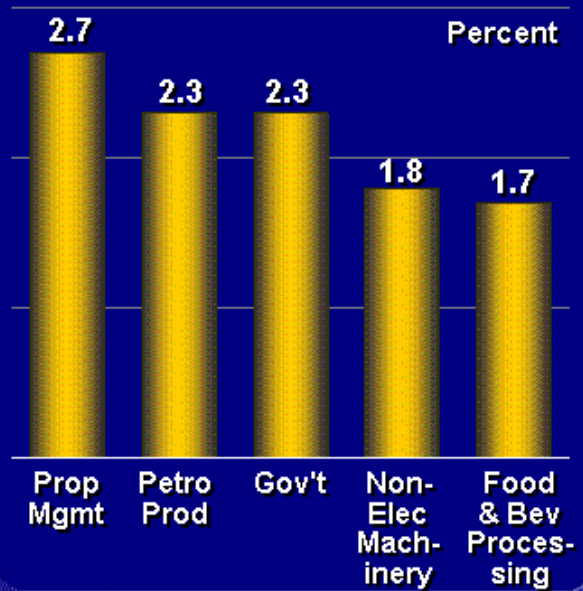


Strong Diverse Economy

Employment Growth
January-December 2001

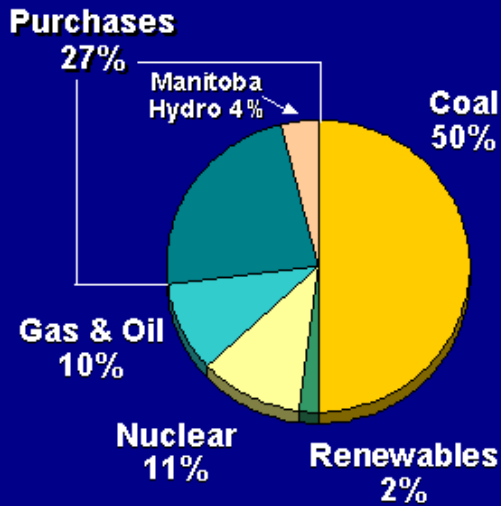


5 Largest Sectors
Based on Revenue

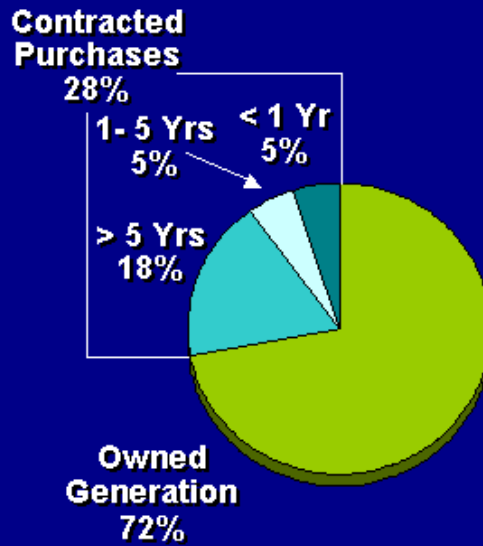


Diverse Electric Utility Supply Mix

2001 Energy



2002 Capacity



Marketing and Trading Around Utility Assets Augments Profitability

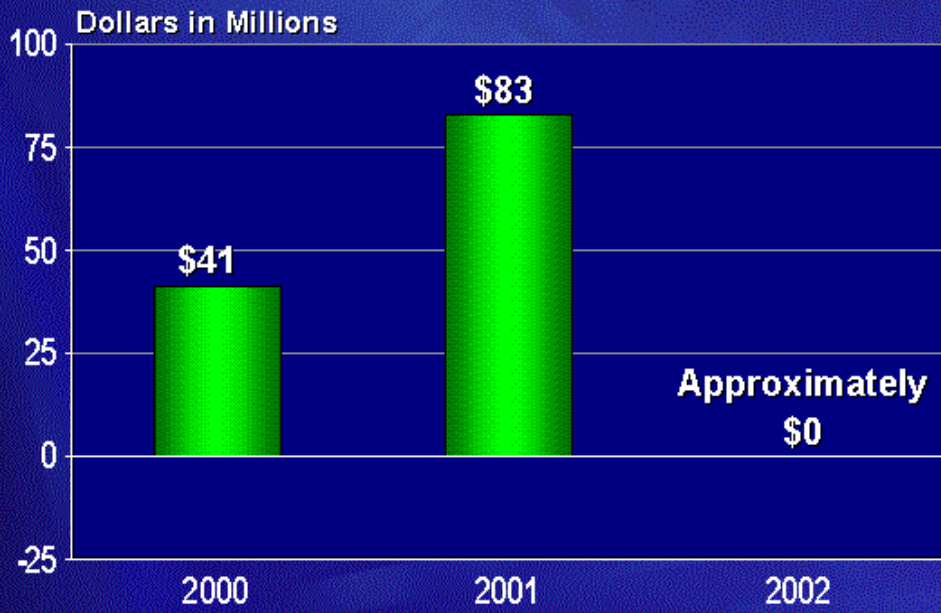


Note: After sharing of margins per Colorado Incentive Cost Adjustment

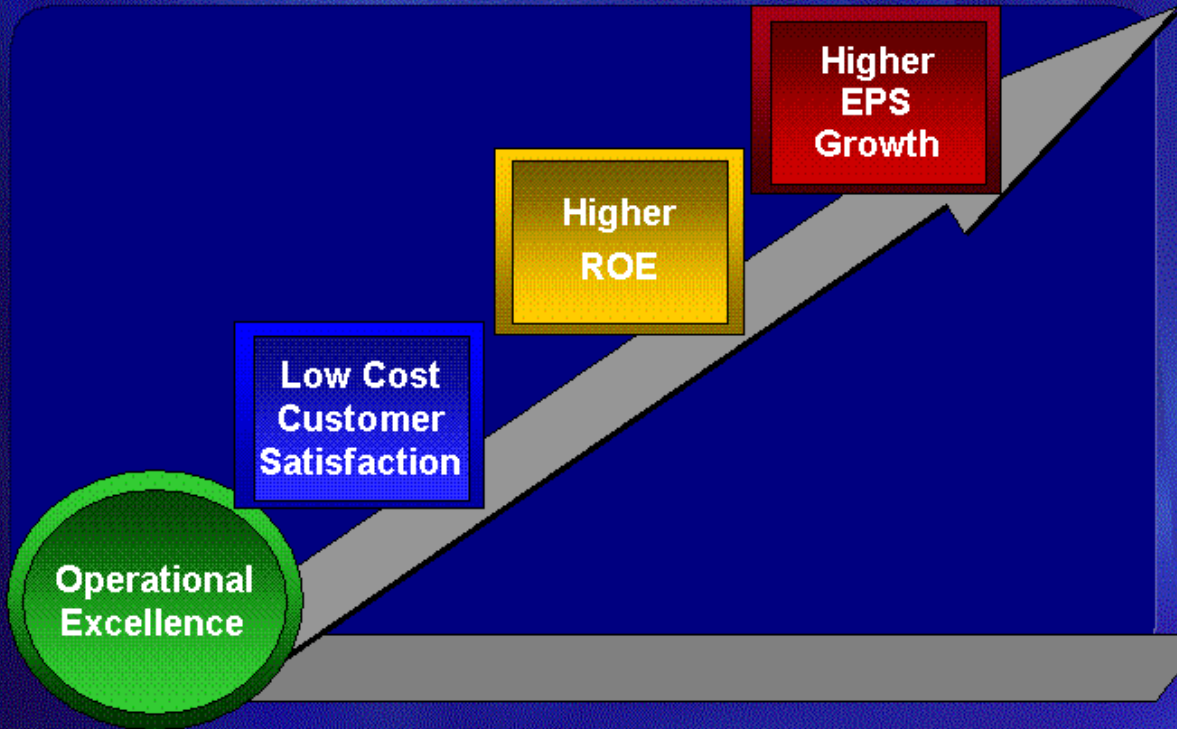
Colorado Regulatory Filings

- ◆ Rate case to be filed May 31, 2002
 - ◆ Regulated electric return on equity capped at 10.5% in 2002
 - ◆ Rates in effect on about February 2003 and no return on equity sharing in 2003
 - ◆ New Incentive Cost Adjustment in effect in 2002
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Colorado Incentive Cost Adjustment



Performance-Based Regulation





NRG Energy

(19,582 MW In-Operation at 12/31/01)



North America
15,097 MW

Latin
America
433 MW



Australia/Asia
2,297 MW

Europe
1,755 MW



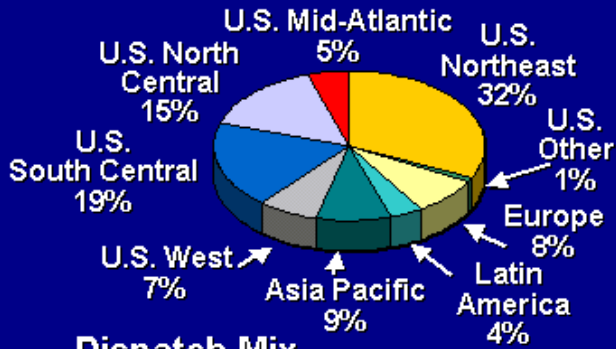
Net Income in Millions	
North America	\$ 307
Europe	64
Australia/Asia	12
Latin America	1
Corporate & Other	-119
Total	\$ 265

3rd Largest IPP Worldwide
Euromoney Portfolio Rating of 92

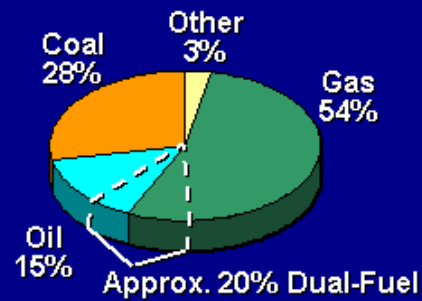
NRG Portfolio Diversity — 2001

Risk Reduction through Diversification

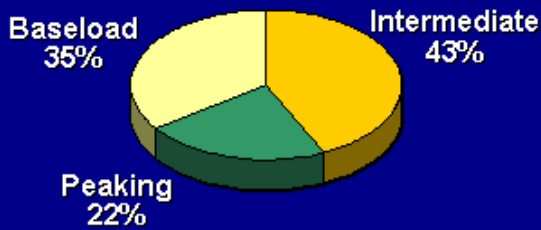
Geographic Location



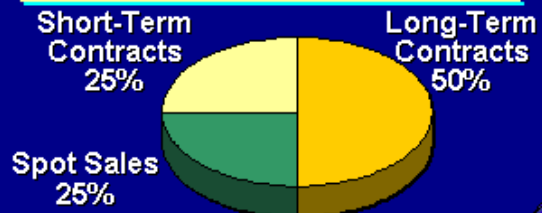
Fuel Source (MW)



Dispatch Mix



Power Sales Strategy



NRG — Significant Growth

NRG MWs*
MW



* MWs In-Operation

NRG Net Income
Dollars in Millions



NRG Exchange Offer Transaction Terms

- ◆ Tax-free stock-for-stock exchange
 - ◆ NRG shareholders receive 0.50 share of Xcel Energy common stock for each share of NRG stock
 - ◆ Awaiting SEC approval under PUHCA
 - ◆ Targeted close May 2002
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Xcel Energy Direction for NRG

- ◆ Largely domestic-based non-regulated power producer regionally-based high-load centers
 - ◆ Selective growth expansion
 - ◆ Continue focus on optionality of fuel source, dispatch mix and power sales
 - ◆ Strengthen balance sheet
 - ◆ Capture benefits of combined operations and integration of activities
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NRG Plan Highlights

- ◆ Infuse \$600 million of equity into NRG
 - ◆ Monetize 2,800 MW of projects – net cash of \$1.1 billion
 - ◆ Cancel projects \$0.7 billion, approximately 3,900 MW
 - ◆ Defer projects \$0.9 billion and sell excess turbines
 - ◆ Reduction of 2002 cash requirements by \$3 billion
 - ◆ Reduce business development and A&G costs approximately \$45 million
 - ◆ Consolidate trading and marketing and integration of power plant operations and corporate functions
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Credit Rating Objectives

◆ Xcel Energy: High-Quality Credit

Xcel Energy Debt/Capitalization	<u>2002 Estimated</u>	<u>2005 Estimated</u>
Without Non-Recourse Debt	50%	45%
With Non-Recourse Debt	63%	60%

◆ NRG Energy: Investment Grade

NRG Energy Debt/Capitalization	<u>2002 Estimated</u>	<u>2005 Estimated</u>
Without Non-Recourse Debt	37%	20%
With Non-Recourse Debt	70%	65%

Xcel Energy Financial Guidance

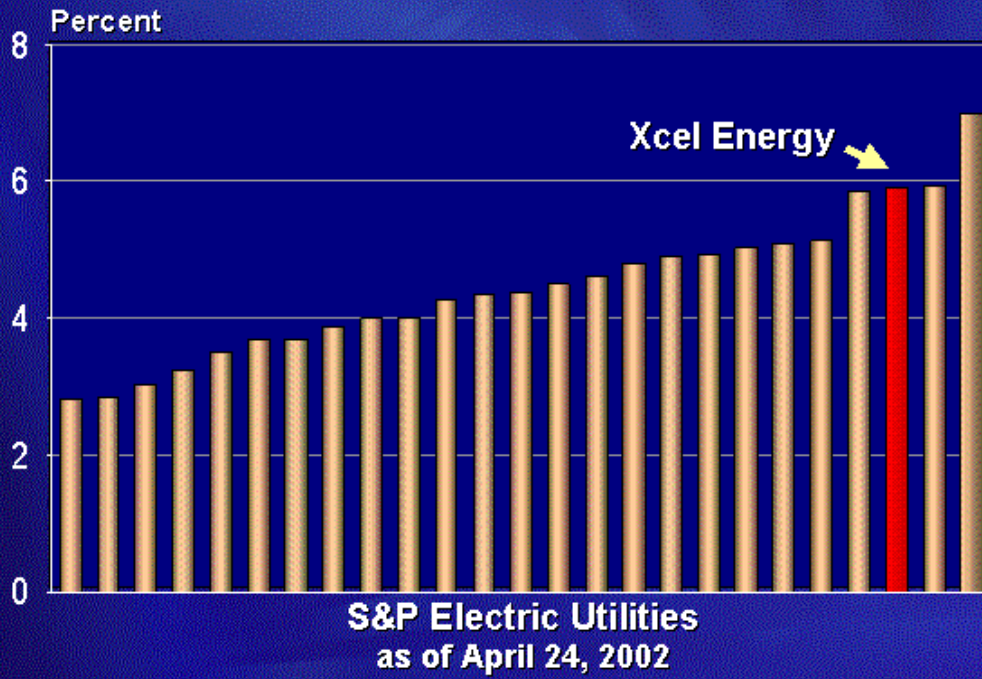
- ◆ 2002 earnings guidance of \$2.30 - \$2.40
 - ◆ Average annual earnings growth of 7% - 9%
 - ◆ Current \$1.50 per share dividend sustainable
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2002 Earnings per Share Guidance

Utility	\$1.65 to \$1.70
NRG	\$0.80 to \$0.90
Enterprises	\$-0.04 to \$0.00
Unallocated Interest	\$-0.14 to \$-0.10
Range	\$2.30 to \$2.40

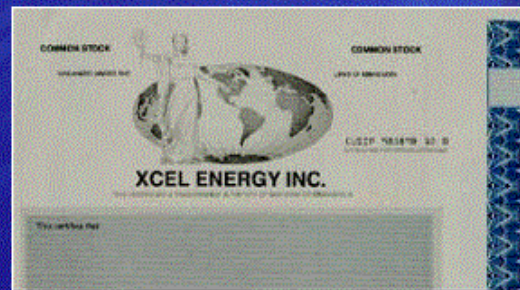
Note: After impact of equity issuances

Sustainable High Dividend Yield



Why Xcel Energy?

- ◆ Total return
 - Dividend yield approximately 6.0%
 - Sustainable \$1.50 per share dividend
 - Earnings growth 7-9% average per year
- ◆ Sharpened business focus
- ◆ Dual growth platform
- ◆ Liquid stock
- ◆ Incented management





Xcel EnergySM