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

1. Name and Addre Killinger Eli	, ,	Person [*]	2. Issuer Name and Ticker or Trading Symbol <u>NRG ENERGY, INC.</u> [NRG]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner							
(Last) 804 CARNEGI	(First) E CENTER	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 05/02/2022	X Officer (give title Other (specify below) below) Exec VP, NRG Home							
(Street) PRINCETON (City)	NJ (State)	08540 (Zip)	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting Person							
Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned											

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	Transaction Code (Instr.				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)	
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(1150. 4)
Common Stock, par value \$.01 per share	05/02/2022		A		224	A	\$0 ⁽¹⁾	113,658 ⁽²⁾	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 Conversion Execution Date. Transaction Date Ownership Derivative Expiration Date Amount of Derivative derivative of Indirect Security (Instr. 3) or Exercise Price of (Month/Dav/Year) if any (Month/Day/Year) Code (Instr. Derivative (Month/Day/Year) Securities Security (Instr. 5) Securities Form: Beneficial 8) Securities Acquired Ownership (Instr. 4) Underlying Beneficially Direct (D) Derivative Derivative Owned or Indirect Security (A) or Disposed Security (Instr. 3 and 4) Following (I) (Instr. 4) Reported of (D) (Instr. 3, 4 Transaction(s) (Instr. 4) and 5) Amount or Number Expiration Date

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.

Exercisable

Date

2. Includes 898 dividend equivalent rights and 78 shares acquired under NRG Energy, Inc.'s Employee Stock Purchase Plan since the Reporting Person's Last filing date.

(A) (D)

v

Code

Christine Zoino, by Power of 05/04/2022

<u>Attorney</u>

Title

Shares

** 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).