SEC Form 4

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

OMB APPROVAL

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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 [*] Pruner Alexandra			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) X Director 10% Owner				
(Last) 804 CARNEGI	(First) E CENTER	(Middle)		3. Date of Earliest Transaction (Month/Day/Year) 11/01/2022						Officer (give title below)	Other below	(specify)	
(Street) PRINCETON (City)	NJ (State)	08540 (Zip)		4. If Ar	nendment, Date of	Origina	l Filed	I (Month/Day/	Year)	6. Indi Line) X	vidual or Joint/Grou Form filed by On Form filed by Mo Person	e Reporting Per	son
Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned													
Date		2. Transact Date (Month/Day	Execution Date,		3. 4. Securities Acquired (A Transaction Disposed Of (D) (Instr. 3, 5) 8) 5)				5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership		
						Code	v	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)		(Instr. 4)
Common Stock,	par value \$.0	1 per share	11/01/2	022		Α		153	Α	\$0 ⁽¹⁾	19,451 ⁽²⁾	D	
Common Stock,	par value \$.0	1 per share									64	Ι	By Spouse

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 Ownership Derivative Conversion Date Execution Date Transaction Expiration Date (Month/Day/Year) Amount of Derivative derivative of Indirect of (Month/Day/Year) Security (Instr. 3) if any (Month/Day/Year) Derivative Security (Instr. 5) or Exercise Code (Instr. Securities Securities Form: **Beneficial** Price of 8) Securities Underlying Beneficially Direct (D) Ownership Derivative or Indirect (I) (Instr. 4) Acquired Derivative Owned (Instr. 4) (A) or Disposed Security (Instr. 3 and 4) Following Reported Security of (D) (Instr. 3, 4 and 5) Transaction(s) (Instr. 4) Amount or Number Date Expiration of Code v (A) (D) Exercisable Date Title Shares

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

2. Reflects a de minimus adjustment of 5 to securities beneficially owned following reported transaction as a result of rounding fractional shares. Includes 1,230 dividend equivalent rights.

Christine Zoino, by Power of 11/03/2022

<u>Attorney</u> ** 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.