SEC Form 4

Instruction 1(b)

FORM 4

Check this box if no longer subject

to Section 16. Form 4 or Form 5 obligations may continue. See

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

OMB APPROVAL

STATEMENT OF CHANGES IN BENEFICIAL OWNERS	HIP
Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940	

OMB Number: 3235-0287 Estimated average burden hours per response: 0.5

			0,000								
1. Name and Address of Reporting Person [*] Schaumburg <u>Anne C</u>				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)				
(Last)	(First)	(Middle)		e of Earliest Transa 1/2024	ction (Month/I	Day/Year)		Officer (give title below)	Other below	(specify)	
804 CARNEGI	E CENTER		4. If A	mendment, Date of	Original Filed	(Month/Day/Year)	6. Indiv Line)	vidual or Joint/Grou	p Filing (Check	Applicable	
(Street)							1	Form filed by On	e Reporting Per	son	
PRINCETON	NJ	08540						Form filed by Mo Person	re than One Re	porting	
(City)	(State)	(Zip)	Rule	e 10b5-1(c)	Transact	ion Indication					
Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.								ended to			
Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned											
1. Title of Security (Instr. 3) 2. Transacti Date			2. Transaction Date	2A. Deemed Execution Date,	3. Transaction	4. Securities Acquired (Disposed Of (D) (Instr. 3		5. Amount of Securities	6. Ownership Form: Direct	7. Nature of Indirect	

	(Month/Day/Year)	if any (Month/Day/Year)	Code (8)	Instr.	5)		Beneficially Owned Following Reported			Beneficial Ownership (Instr. 4)	
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(11150. 4)	
Common Stock, par value \$.01 per share	08/01/2024		A		371	Α	\$0 ⁽¹⁾	105,205	D		

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) 1. Title of 6. Date Exercisable and 7. Title and 2 3. Transaction 3A. Deemed 5. Number 8. Price of 9. Number of 10. 11. Nature Date Conversion or Exercise Transaction Code (Instr. Expiration Date (Month/Day/Year) Amount of Securities of Indirect Beneficial Derivative Execution Date, Derivative derivative Ownership (Month/Day/Year) if any Derivative Security Security Securities Form: Price of Derivative (Month/Day/Year) Direct (D) or Indirect (I) (Instr. 4) (Instr. 3) 8) Securities Underlying Derivative (Instr. 5) Beneficially Ownership Acquired Owned (Instr. 4) Security (Instr. 3 and 4) Security (A) or Following Disposed of (D) (Instr. 3, 4 Reported Transaction(s) (Instr. 4) and 5) Amount or Number Date Expiration ٧ Title Shares Code (A) (D) Exercisable 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. Includes 9,780 dividend equivalent rights.

Christine Zoino, by Power of	08/05/2024
<u>Attorney</u>	08/03/2024
** 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.