

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

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).

Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan for the purchase or sale of equity securities of the issuer that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.

1. Name and Address of Reporting Person* Chung Bruce			2. Issuer Name and Ticker or Trading Symbol NRG ENERGY, INC. [NRG]			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) EVP & CFO		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 01/02/2025			6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person Form filed by More than One Reporting Person		
804 CARNEGIE CENTER			4. If Amendment, Date of Original Filed (Month/Day/Year)					
(Street) PRINCETON NJ 08540								
(City) (State) (Zip)								

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)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	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			
Common Stock, par value \$.01 per share	01/02/2025		M		19,810 ⁽¹⁾	A	\$0 ⁽²⁾	95,319	D	
Common Stock, par value \$.01 per share	01/02/2025		A		9,028 ⁽³⁾	A	\$0.0000	104,347	D	
Common Stock, par value \$.01 per share	01/02/2025		M		2,066 ⁽⁴⁾	A	\$92.75	106,413	D	
Common Stock, par value \$.01 per share	01/02/2025		F		920	D	\$92.75	105,493 ⁽⁵⁾	D	
Common Stock, par value \$.01 per share	01/02/2025		F		2,354	D	\$92.75	103,139 ⁽⁶⁾	D	
Common Stock, par value \$.01 per share	01/02/2025		F		2,495	D	\$92.75	100,644 ⁽⁷⁾	D	
Common Stock, par value \$.01 per share	01/02/2025		F		11,190 ⁽⁸⁾	D	\$92.75	89,454	D	

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Dividend Equivalent Rights	\$0.0000	01/02/2025		M		2,066		01/02/2025	01/02/2025	Common Stock, par value \$.01 per share	2,066	\$92.75	2,066	D	
Relative Performance Stock Units	⁽⁹⁾	01/02/2025		M		19,810		01/02/2025	01/02/2025	Common Stock, par value \$.01 per share	19,810	\$92.75	0.0000	D	
Relative Performance Stock Units	\$0.0000	01/02/2025		A		14,216 ⁽¹⁰⁾		01/02/2028	01/02/2028	Common Stock, par value \$.01 per share	14,216	\$0.0000	14,216	D	

Explanation of Responses:

- The Reporting Person was issued 19,810 Relative Performance Stock Units (RPSUs) by NRG Energy, Inc. (NRG) under NRG's Amended and Restated Long-Term Incentive Plan (LTIP) that vested subject to certain performance conditions on January 2, 2025.
- Unit price is \$92.75.
- Represents Restricted Stock Units ("RSUs") issued to the Reporting Person under the LTIP. Each RSU is equivalent in value to one share of NRG's Common Stock, par value \$.01 per share ("Common Stock"). The Reporting Person will receive from NRG one such share of Common Stock for each RSU that will vest ratably over a three-year period beginning on the first anniversary date of the grant.
- In connection with the vesting of the RPSUs described above, an incremental 2,066 DERs vested. Dividend equivalent rights accrue on the Reporting Person's restricted stock units, market stock units or relative performance 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.
- On January 2, 2022, the Reporting Person was issued 6,502 RSUs by NRG under the LTIP. On January 2, 2025, 2,172 shares vested. The Reporting Person elected to satisfy their tax obligation upon the exchange of Common Stock for RSUs having a value on the date of the exchange equal to the withholding obligation. This form reflects the surrender of 920 shares of Common Stock to satisfy the Reporting Person's tax withholding obligation. In connection with the vesting of the RSUs, 226 DERs vested, resulting in the Reporting Person holding 1,417 DERs in the aggregate.
- On January 2, 2023, the Reporting Person was issued 19,365 RSUs by NRG under the LTIP. On January 2, 2025, 6,449 shares vested. The Reporting Person elected to satisfy their tax obligation upon the exchange of Common Stock for RSUs having a value on the date of the exchange equal to the withholding obligation. This form reflects the surrender of 2,354 shares of Common Stock to satisfy the Reporting Person's tax withholding obligation. In connection with the vesting of the RSUs, 423 DERs vested, resulting in the Reporting Person holding 994 DERs in the aggregate.
- On January 2, 2024, the Reporting Person was issued 15,776 RSUs by NRG under the LTIP. On January 2, 2025, 5,253 shares vested. The Reporting Person elected to satisfy their tax obligation upon the exchange of Common Stock for RSUs having a value on the date of the exchange equal to the withholding obligation. This form reflects the surrender of 2,495 shares of Common Stock to satisfy the Reporting Person's tax withholding obligation. In connection with the vesting of the RSUs, 123 DERs vested, resulting in the Reporting Person holding 871 DERs in the aggregate.
- The Reporting Person elected to satisfy their tax withholding obligation upon the exchange of Common Stock for Relative Performance Stock Units (RPSUs) having a value on the date of the exchange equal to the withholding obligation. This form reflects the surrender of 11,190 shares of Common Stock to satisfy the Reporting Person's tax withholding obligation.
- Conversion price is not applicable.

10. On January 2, 2025, the Reporting Person was issued 14,216 RPSUs by NRG under the LTIP that vest on January 2, 2028, subject to certain performance conditions.

Christine Zoino, by Power of
Attorney.

01/06/2025

** 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.