FORM 4

## **UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington,	D.C.	20549
vvasiliigtoii,	D.C.	20343

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL									
OMB Number:	3235-0287								
Estimated average t	ourden								
hours nor response	0.5								

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

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 Chung E	NRO 3. Dat	Issuer Name and Ticker or Trading Symbol NRG ENERGY, INC. [ NRG ]      Date of Earliest Transaction (Month/Day/Year)     06/05/2023									ck all applic	cable) r (give title		10% Ow Other (s below)	ner						
804 CARNEGIE CENTER						00/00/2020									EVP & CFO						
(Street)					4. If A	men	dment, D	Oate o	f Original F	iled	(Month/Da	y/Year)		Line)		·		g (Check App			
PRINCET	ON NJ	0	8540												X Form filed by One Reporting Person Form filed by More than One Reporting Person						
(City)	(Sta	ite) (2	Zip)		Rul	 е 1	0b5-1	L(c)	Transaction Indication						reisui						
						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.															
		Tabl	e I - Nor	n-Deriv	ative \$	Sec	urities	Aco	quired, [	Disp	osed o	f, or E	3ene	ficially	/ Owned						
1. Title of Security (Instr. 3)  2. Transa Date (Month/D					Execu ay/Year) if any		A. Deemed xecution Date, any /lonth/Day/Year)		3. Transaction Code (Instr. 8) 4. Securi Disposed 5)					5. Amou Securitie Benefici Owned F	s Form ally (D) o ollowing (I) (In		n: Direct r Indirect nstr. 4)	7. Nature of Indirect Beneficial Ownership			
									Code	v	Amount	t (A) or P		Price	Reported Transact (Instr. 3	ion(s)			(Instr. 4)		
Common Stock, par value \$.01 per share 06/05					/2023		A		6,975	6,975 A		\$0 <sup>(1)</sup>	52,261			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)	erivative   Conversion   Date   Executi ecurity   or Exercise   (Month/Day/Year)   if any		3A. Deem Executior if any (Month/Da	n Date, Transac Code (In				ive ies ed ed	6. Date Exercisable and Expiration Date (Month/Day/Year)			7. Title and Amount of Securities Underlying Derivative Secu (Instr. 3 and 4)			8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction (Instr. 4)	ly	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership t (Instr. 4)		
					Code	v	(A)	(D)	Date Exercisab		expiration Date	Title	O N O	umber							
Relative Performance Stock Units	\$0.0000	06/05/2023			A		11,164		06/05/202	6 0	6/05/2026	Commo Stock par val \$.01 po share	ue 1	1,164	\$0.0000	11,164 <sup>(</sup>	2)	D			

## **Explanation of Responses:**

- 1. Represents Restricted Stock Units ("RSUs") issued to the Reporting Person under NRG Energy, Inc.'s Long Term Incentive Plan. 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.
- 2. On June 5, 2023, the Reporting Person was issued 11,164 Relative Performance Stock Units by NRG under NRG Energy, Inc.'s Long Term Incentive Plan that vest on June 5, 2026, subject to certain performance conditions.

Christine Zoino, by Power of **Attorney** 

06/07/2023

\*\* Signature of Reporting Person

Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

- $^{\star}$  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.