

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

**SCHEDULE 14A**

**Proxy Statement Pursuant to Section 14(a) of  
the Securities Exchange Act of 1934 (Amendment No. )**

Filed by the Registrant

Filed by a Party other than the Registrant

Check the appropriate box:

- Preliminary Proxy Statement  
 **Confidential, for Use of the Commission Only (as permitted by Rule 14a-6(e)(2))**  
 Definitive Proxy Statement  
 Definitive Additional Materials  
 Soliciting Material under §240.14a-12

**NRG Energy, Inc.**

(Name of Registrant as Specified In Its Charter)

(Name of Person(s) Filing Proxy Statement, if other than the Registrant)

Payment of Filing Fee (Check the appropriate box):

- No fee required.  
 Fee computed on table below per Exchange Act Rules 14a-6(i)(1) and 0-11.
- (1) Title of each class of securities to which transaction applies: \_\_\_\_\_
- (2) Aggregate number of securities to which transaction applies: \_\_\_\_\_
- (3) Per unit price or other underlying value of transaction computed pursuant to Exchange Act Rule 0-11 (set forth the amount on which the filing fee is calculated and state how it was determined): \_\_\_\_\_
- (4) Proposed maximum aggregate value of transaction: \_\_\_\_\_
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- Fee paid previously with preliminary materials.  
 Check box if any part of the fee is offset as provided by Exchange Act Rule 0-11(a)(2) and identify the filing for which the offsetting fee was paid previously. Identify the previous filing by registration statement number, or the Form or Schedule and the date of its filing.
- (1) Amount Previously Paid: \_\_\_\_\_
- (2) Form, Schedule or Registration Statement No.: \_\_\_\_\_
- (3) Filing Party: \_\_\_\_\_
- (4) Date Filed: \_\_\_\_\_

The following press release was issued by NRG Energy, Inc. on April 1, 2020.



PRESS RELEASE

**NRG Energy, Inc. Changes to Virtual Meeting Format  
for 2020 Annual Meeting of Stockholders**

PRINCETON, N.J.--April 1, 2020--NRG Energy, Inc. (NYSE: NRG) announced today that, due to the increasing public health risk posed by COVID-19 and in accordance with current governmental state of emergency orders, NRG's 2020 Annual Meeting of Stockholders will be changed from an in-person meeting to a virtual meeting to be held solely by means of remote communication.

The 2020 Annual Meeting of Stockholders will be held, as scheduled, on Thursday April 30, 2020 at 9 a.m. Central Time / 10 a.m. Eastern Time. As noted in the proxy statement filed by the Company on March 16, 2020, stockholders of record as of end of business on March 2, 2020 are entitled to participate in the 2020 Annual Meeting. Stockholders will be able to attend and vote online (for those who intend to vote in person) at [www.virtualshareholdermeeting.com/NRG2020](http://www.virtualshareholdermeeting.com/NRG2020) by entering the 16-digit control number provided on their proxy card. This website also contains instructions as to how to participate in the virtual 2020 Annual Meeting.

For those who do not intend to vote at the virtual 2020 Annual Meeting, eligible stockholders may continue to vote at [www.proxyvote.com](http://www.proxyvote.com), by phone, and by mail until 11:59 p.m. ET on April 29, 2020, in accordance with the instructions provided in the proxy materials.

For further information, please refer to the NRG's Notice of 2020 Annual Meeting of Stockholders and Proxy Statement, filed with the Securities and Exchange Commission on March 16, 2020, which can be accessed at <https://investors.nrg.com/> under SEC Filings.

**About NRG**

At NRG, we're bringing the power of energy to people and organizations by putting customers at the center of everything we do. We generate electricity and provide energy solutions and natural gas to more than 3.7 million residential, small business, and commercial and industrial customers through our diverse portfolio of retail brands. A Fortune 500 company, operating in the United States and Canada, NRG delivers innovative solutions while advocating for competitive energy markets and customer choice, and by working towards a sustainable energy future. More information is available at [www.nrg.com](http://www.nrg.com). Connect with NRG on Facebook, LinkedIn and follow us on Twitter @nrgenergy.

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PRESS RELEASE

**Forward-Looking Statements**

This news release contains forward-looking statements within the meaning of Section 27A of the Securities Act of 1933 and Section 21E of the Securities Exchange Act of 1934. Forward-looking statements are subject to certain risks, uncertainties and assumptions and typically can be identified by the use of words such as “expect,” “estimate,” “should,” “anticipate,” “forecast,” “plan,” “guidance,” “outlook,” “believe” and similar terms. Although NRG believes that the expectations are reasonable, it can give no assurance that these expectations will prove to be correct, and actual results may vary materially.

NRG undertakes no obligation to update or revise any forward-looking statements, whether as a result of new information, future events or otherwise, except as required by law. The foregoing review of factors that could cause NRG’s actual results to differ materially from those contemplated in the forward-looking statements included in this news release should be considered in connection with information regarding risks and uncertainties that may affect NRG’s future results included in NRG’s filings with the SEC at [www.sec.gov](http://www.sec.gov).

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