

NRG ENERGY, INC.  
Form 4  
November 08, 2007

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
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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 OF SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
**BREWSTER JOHN P**

(Last) (First) (Middle)  
**NRG ENERGY, INC., 211  
CARNEGIE CENTER**  
  
(Street)

**PRINCETON, NJ 08540**

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
**NRG ENERGY, INC. [NRG]**

3. Date of Earliest Transaction  
(Month/Day/Year)  
**11/07/2007**

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director  10% Owner  
 Officer (give title below)  Other (specify below)  
**EVP, Dev Eng, Proc and Constr**

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

**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 Ownership (Instr. 4) |
|---------------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
|                                       |                                      |  |                                | (A) or (D)  | Price   |  |                                   |
| Common Stock, par value .01 per share | 11/07/2007                           |  | S(1)                           | 1,200 D   | \$ 45.17 43,210   | D  |                                   |
| Common Stock, par value .01 per share | 11/07/2007                           |  | S(1)                           | 100 D   | \$ 45.19 43,110   | D  |                                   |
| Common Stock, par value .01 per share | 11/07/2007                           |  | S(1)                           | 979 D   | \$ 45.2 42,131  | D  |                                   |

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|                                       |            |             |       |   |           |        |   |
|---------------------------------------|------------|-------------|-------|---|-----------|--------|---|
| Common Stock, par value .01 per share | 11/07/2007 | <u>S(1)</u> | 1,200 | D | \$ 45.21  | 40,931 | D |
| Common Stock, par value .01 per share | 11/07/2007 | <u>S(1)</u> | 2,100 | D | \$ 45.22  | 38,831 | D |
| Common Stock, par value .01 per share | 11/07/2007 | <u>S(1)</u> | 200   | D | \$ 45.23  | 38,631 | D |
| Common Stock, par value .01 per share | 11/07/2007 | <u>S(1)</u> | 2,100 | D | \$ 45.24  | 36,531 | D |
| Common Stock, par value .01 per share | 11/07/2007 | <u>S(1)</u> | 5,800 | D | \$ 45.25  | 30,731 | D |
| Common Stock, par value .01 per share | 11/07/2007 | <u>S(1)</u> | 200   | D | \$ 45.255 | 30,531 | D |
| Common Stock, par value .01 per share | 11/07/2007 | <u>S(1)</u> | 1,321 | D | \$ 45.26  | 29,210 | D |
| Common Stock, par value .01 per share | 11/07/2007 | <u>S(1)</u> | 500   | D | \$ 45.265 | 28,710 | D |
| Common Stock, par value .01 per share | 11/07/2007 | <u>S(1)</u> | 900   | D | \$ 45.27  | 27,810 | D |
| Common Stock, par value .01 per share | 11/07/2007 | <u>S(1)</u> | 200   | D | \$ 45.28  | 27,610 | D |
| Common Stock, par value .01 per share | 11/07/2007 | <u>S(1)</u> | 100   | D | \$ 45.29  | 27,510 | D |
|                                       | 11/07/2007 | <u>S(1)</u> | 100   | D | \$ 45.3   | 27,410 | D |

Common  
Stock, par  
value .01  
per share

Common  
Stock, par  
value .01  
per share

11/07/2007 S<sup>(1)</sup> 100 D \$ 45.31 27,310 D

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

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(9-02)

**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 Underlying Securities (Instr. 3 and 4) | 8. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Beneficially Owned (Instr. 5) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|
|  |  |                                      |  | Code                           | V (A) (D)   | Date Exercisable   | Expiration Date   | Title                                      | Amount or Number of Shares                                       |

## Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

BREWSTER JOHN P  
NRG ENERGY, INC.  
211 CARNEGIE CENTER  
PRINCETON, NJ 08540

EVP, Dev Eng, Proc and Constr

## Signatures

/s/ John P.  
Brewster

11/08/2007

\*\*Signature of  
Reporting Person

Date

## Explanation of Responses:

- \* 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).
- (1) Transaction made pursuant to a 10b5-1 plan dated August 29, 2007.

### Remarks:

Form 2 of 2

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.  
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