

NRG ENERGY, INC.
Form 4
November 08, 2007

FORM 4

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

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).

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⁽¹⁾ 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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