

NRG ENERGY, INC.  
Form 8-K  
December 01, 2017

**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, DC 20549**

**FORM 8-K**

**CURRENT REPORT**

**Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934**

Date of Report (Date of earliest event reported): **November 30, 2017**

**NRG ENERGY, INC.**

(Exact name of Registrant as specified in its charter)

|  |  |  |
|--|--|--|
| <b>Delaware</b><br>(State or other jurisdiction of<br>incorporation) | <b>001-15891</b><br>(Commission File Number) | <b>41-1724239</b><br>(IRS Employer Identification No.) |
|--|--|--|

**804 Carnegie Center, Princeton, New Jersey 08540**  
(Address of principal executive offices, including zip code)

**(609) 524-4500**  
(Registrant's telephone number, including area code)

**N/A**  
(Former name or former address, if changed since last report)

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Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- o Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- o Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- o Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- o Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

**Item 8.01. Other Events.**

On November 30, 2017, NRG Energy, Inc. ( NRG ) issued a press release announcing its proposed offering of \$870 million in aggregate principal amount of senior notes due 2028 (the Offering ). A copy of the press release announcing the Offering is attached hereto as Exhibit 99.1 and incorporated by reference herein.

Also on November 30, 2017, NRG issued a press release announcing the commencement of a tender offer to purchase any and all of the approximately \$869.2 million outstanding aggregate principal amount of its 6.625% senior notes due 2023 (the Tender Offer ). A copy of the press release announcing the Tender Offer is attached hereto as Exhibit 99.2 and incorporated by reference herein.

Additionally, on November 30, 2017, NRG issued a press release announcing the pricing of the senior notes to be issued and sold pursuant to the Offering. A copy of the press release announcing the pricing of the senior notes to be issued and sold pursuant to the Offering is attached hereto as Exhibit 99.3 and incorporated by reference herein.

**Item 9.01. Financial Statements and Exhibits.**

(d) *Exhibits*

| <b>Exhibit No.</b> | <b>Description</b>   |
|--------------------|--|
| 99.1               | <u>Press Release, dated November 30, 2017, announcing the Offering.</u>            |
| 99.2               | <u>Press Release, dated November 30, 2017, announcing the Tender Offer.</u>        |
| 99.3               | <u>Press Release, dated November 30, 2017, announcing pricing of the Offering.</u> |

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

November 30, 2017

**NRG Energy, Inc.**  
(Registrant)

By: /s/ Brian E. Curci  
Brian E. Curci  
Corporate Secretary