NRG ENERGY, INC.

Form 4

January 18, 2007

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB

3235-0287 Number:

OMB APPROVAL

January 31, Expires: 2005

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if no longer subject to Section 16. Form 4 or Form 5

Check this box

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

(Print or Type Responses)

1(b).

(Last)

(City)

1. Name and Address of Reporting Person * 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading TATE HERBERT H Issuer Symbol NRG ENERGY, INC. [NRG]

(Middle)

(Zip)

3. Date of Earliest Transaction X_ Director (Month/Day/Year) 10% Owner Officer (give title _ Other (specify 01/18/2007

NRG ENERGY, INC., 211 CARNEGIE CENTER

(First)

(Street)

(State)

4. If Amendment, Date Original

Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting

6. Individual or Joint/Group Filing(Check

(Check all applicable)

Filed(Month/Day/Year)

PRINCETON, NJ 08540

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

below)

1.Title of	2. Transaction Date	2A. Deemed	3.	4. Securities Acqui	ired	5. Amount of	6. Ownership	7. Nature of
Security	(Month/Day/Year)	Execution Date, if	Transactio	n(A) or Disposed of	f (D)	Securities	Form: Direct	Indirect
(Instr. 3)		any	Code	(Instr. 3, 4 and 5)		Beneficially	(D) or	Beneficial
		(Month/Day/Year)	(Instr. 8)			Owned	Indirect (I)	Ownership
						Following	(Instr. 4)	(Instr. 4)
				(A)		Reported		
				(A)		Transaction(s)		
			Code V	or Amount (D) P	Price	(Instr. 3 and 4)		
Common								
Stock, par value .01	01/18/2007		S <u>(1)</u>	745 (1) D \$ 56	6.11	7,875	D	
per share								

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

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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

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	2.	3. Transaction Date		4.	5.	6. Date Exerc		7. Titl		8. Price of	9. Nu
Derivative Security (Instr. 3)	Conversion or Exercise Price of Derivative Security	(Month/Day/Year)	Execution Date, if any (Month/Day/Year)	Transact Code (Instr. 8)	orNumber of Derivativ Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	:		Amou Under Securi (Instr.	lying	Derivative Security (Instr. 5)	Deriv Secur Bene Own Follo Repo Trans (Instr
				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				
TATE HERBERT H NRG ENERGY, INC. 211 CARNEGIE CENTER PRINCETON, NJ 08540	X						

Signatures

/s/Tanuja M. Dehne, under Power of Attorney 01/18/2007

**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).

On March 12, 2004, June 1, 2004 and June 1, 2005, NRG Energy, Inc. (the "Company") issued 4,412; 2091; and 1,226 Deferred Stock

(1) share of the Company?s Common Stock, par value \$0.01. On January 1, 2006, 1,932 of such DSU?s (25% (1,103) from the March 12, 2004 grant, 25% (522) from the June 1, 2004 grant and 25% (307) from the June 1, 2005 grant) were exchanged for such Common Stock on a one-to-one basis. Mr. Tate sold the shares in order to cover the tax liability associated with the exchange of DSU?s to Common Stock.

Units ("DSU?s"), respectively, to Mr. Tate under the Company?s Long-Term Incentive Plan. Each DSU is equivalent in value to one

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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