

NRG ENERGY, INC.
Form 8-K
April 29, 2013

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) **April 25, 2013**

NRG Energy, Inc.

(Exact Name of Registrant as Specified in Its Charter)

Delaware

(State or Other Jurisdiction of Incorporation)

001-15891
(Commission File Number)

211 Carnegie Center, Princeton, NJ
(Address of Principal Executive Offices)

41-1724239
(IRS Employer Identification No.)

08540
(Zip Code)

609-524-4500

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(Registrant's Telephone Number, Including Area Code)

N/A

(Former Name or Former Address, if Changed Since Last Report)

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:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
 - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
 - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
 - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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Item 5.07 Submission of Matters to a Vote of Security Holders

NRG Energy, Inc. (the Company) held its Annual Meeting of Stockholders on April 25, 2013, in Wilmington, Delaware. Set forth below are the final voting results for each of the proposals submitted to a vote of the stockholders.

(a) Proposal 1 Election of five Class I Directors

| Name | Votes For | Votes Against | Abstentions | Broker Non-Votes |
|----------------------|-------------|---------------|-------------|------------------|
| Kirbyjon H. Caldwell | 266,402,818 | 2,611,706 | 8,494,592 | 14,642,610 |
| David Crane | 267,666,643 | 1,345,716 | 8,496,758 | 14,642,609 |
| Kathleen A. McGinty | 267,539,990 | 1,507,714 | 8,461,413 | 14,642,609 |
| Evan J. Silverstein | 267,485,979 | 1,528,293 | 8,494,844 | 14,642,610 |
| Thomas H. Weidemeyer | 266,833,283 | 2,176,898 | 8,498,937 | 14,642,607 |

With respect to the foregoing Proposal 1, all five Class I Directors were elected and each received the affirmative vote of a majority of the votes cast at the Annual Meeting.

(b) Proposal 2 Advisory vote on the compensation of the Company's named executive officers

| Votes For | Votes Against | Abstentions | Broker Non-Votes |
|-------------|---------------|-------------|------------------|
| 234,011,843 | 33,509,602 | 9,987,673 | 14,642,607 |

The foregoing Proposal 2 was approved.

(c) Proposal 3 Ratification of the Appointment of KPMG LLP as the Company's Independent Registered Public Accounting Firm for fiscal year 2013

| Votes For | Votes Against | Abstentions | Broker Non-Votes |
|-------------|---------------|-------------|------------------|
| 280,567,708 | 2,882,705 | 8,701,313 | |

The foregoing Proposal 3 was approved.

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.

NRG Energy, Inc.
(Registrant)

By:

/s/ David R. Hill
David R. Hill
Executive Vice President and General Counsel

Dated: April 29, 2013