SEC Form 4
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## FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

	Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).
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## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934

OMB APPROVAL						
OND Number	0005 0007					
OMB Number:	3235-0287					
Estimated average burden						
hours per response:	0.5					

1. Name and Address of Reporting Person*			2. Issuer Name <b>and</b> Ticker or Trading Symbol Clearway Energy, Inc. [ CWEN ]		5. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
<u>Global Infrastructure Investors III, LLC</u>		vestors III, LLC	<u>Great way Energy, mer</u> [ GWENY]		Director	Х	10% Owner			
(Last) 1345 AVENUI FLOOR	(First) E OF THE AN	(Middle) IERICAS, 30TH	3. Date of Earliest Transaction (Month/Day/Year) 04/22/2022		Officer (give title below)		Other (specify below)			
(Street) NEW YORK	NY	10105	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indiv Line) X	vidual or Joint/Group Form filed by One Form filed by More Person	Repor	ting Person			
(City)	(State)	(Zip)								

## 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)	Code (	Transaction Disposed Of (D) (Instr. 3, 4 Code (Instr. and 5)		5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(msu. 4)
Class C Common Stock	04/22/2022		J <sup>(1)</sup>		5,479	A	(1)	49,485	Ι	See footnotes <sup>(2)(3)</sup>

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)			Transaction Code (Instr. 8)					Amou Secu Unde Deriv	rities rlying ative rity (Instr.	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				

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1. Name and Addres Global Infrast		
(Last)	(First)	(Middle)
1345 AVENUE	OF THE AMER	ICAS, 30TH FLOOR
(Street) NEW YORK	NY	10105
(City)	(State)	(Zip)
1. Name and Addres <u>Global Infrast</u>		
(Last)	(First)	(Middle)
1345 AVENUE	OF THE AMER	ICAS, 30TH FLOOR
(Street)		
NEW YORK	NY	10105

(City)	(State)	(Zip)					
1. Name and Address of Reporting Person <sup>*</sup>							
<u>GIP III 7</u>	<u><b>Lephyr Acquisition</b></u>	Partners L.P.					

(Street)

-		
(Last)	(First)	(Middle)
1345 AVEN	UE OF THE AMER	ICAS, 30TH FLOOR

NEW YORK	NY	10105
(City)	(State)	(Zip)
1. Name and Addres Clearway Ene	1 0	
(Last) 1345 AVENUE (	(First) OF THE AME	(Middle) RICAS, 30TH FLOOR
(Street) NEW YORK	NY	10105
(City)	(State)	(Zip)

## Explanation of Responses:

1. Reflects the forfeiture of shares of restricted stock of the Issuer previously granted by Clearway Energy Group LLC ("Clearway Energy Group") under its Long Term Equity Incentive Program to one of its employees.

2. Reflects securities held directly by Clearway Energy Group. Global Infrastructure Investors III, LLC ("Global Investors") is the sole general partner of Global Infrastructure GP III, L.P. ("Global GP"), which is the general partner of GIP III Zephyr Acquisition Partners, L.P. ("Glo<sup>P</sup>"), which is the sole member of Clearway Energy Group. As a result, Global Investors, Global GP, and GIP may be deemed to share beneficial ownership of the Issuer securities owned by Clearway Energy Group. Adebayo Ogunlesi, Jonathan Bram, William Brilliant, Matthew Harris, Michael McGhee, Rajaram Rao, William Woodburn, Salim Samaha and Robert O'Brien, as the voting members of the Investment Committee of Global Investors, may be deemed to share beneficial ownership of the Issuer securities beneficial ownership.

3. Each of the Reporting Persons disclaims beneficial ownership of the securities reported herein, except to the extent of such Reporting Person's pecuniary interest therein, and, pursuant to Rule 16a-1(a) (4) under the Securities Exchange Act of 1934, each of the Reporting Persons states that the inclusion of these securities in this report shall not be deemed an admission of beneficial ownership of the securities reported herein for purposes of Section 16 or for any other purpose.

GLOBAL INFRASTRUCTURE INVESTORS III, LLC By: /s/ 04/26/2022 Jonathan Bram Name: Jonathan Bram Title: Partner	
GLOBALINFRASTRUCTURE GP III,L.P. By: Global InfrastructureInvestors III, LLC, its general04/26/2022partner By: /s/ Jonathan BramName: Jonathan Bram Title:Partner	
GIP III ZEPHYR ACQUISITION PARTNERS, L.P. By: Global Infrastructure GP III, L.P., its general partner By: Global Infrastructure 04/26/2022 Investors III, LLC, its general partner By: /s/ Jonathan Bram Name: Jonathan Bram Title: Partner	
<u>CLEARWAY ENERGY</u> <u>GROUP LLC By: /s/ Craig</u> <u>Cornelius Name: Craig</u> <u>04/26/2022</u> <u>Cornelius Title: Chief</u> <u>Executive Officer</u>	
** Signature of Reporting Person Date	

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

\* 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).

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.