SEC Form 4

FORM 4

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

OMB APPROVAL

OMB Number:	3235-0287							
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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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

			of Section 30(ii) of the investment company Act of 1340					
1. Name and Address of Reporting Person*			2. Issuer Name and Ticker or Trading Symbol <u>Clearway Energy, Inc.</u> [CWEN]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
MCCLEAN FERRELL P			[X	Director	10% Owner		
				-	Officer (give title	Other (specify		
(Last) (Fi	irst) ((Middle)	3. Date of Earliest Transaction (Month/Day/Year) 09/01/2022		below)	below)		
CLEARWAY ENER	RGY, INC.		03/01/2022					
300 CARNEGIE CENTER, SUITE 300		300						
			4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Appl Line)				
(Street)				X	Form filed by One Repo	orting Person		
PRINCETON N.	J (08540			Form filed by More thar Person	n One Reporting		
(City) (Si	tate) ((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)	Transaction Code (Instr.					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)		(1150.4)
Class A Common Stock, par value \$.01 per share	09/01/2022		Α		146	A	(1)	17 ,206 ⁽²⁾	D	
Class C Common Stock, par value \$.01 per share	09/01/2022		A		744	A	(1)	106,441 ⁽³⁾	D	

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. Transa Code (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) Securities (Instr. 3, 4 and 5)		ate	7. Titl Amou Secur Unde Deriv Secur 3 and	int of 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				

Explanation of Responses:

1. Represents dividend equivalent rights accrued on the Reporting Person's Deferred Stock Units, which become exercisable proportionately with the Deferred Stock Units to which they relate and may only be settled in Class A or Class C Common Stock of Clearway Energy, Inc. as determined by the Deferred Stock Units to which they relate.

2. Includes 5,113 dividend equivalent rights that may only be settled in Class A Common Stock.

3. Includes 13,131 dividend equivalent rights that may only be settled in Class C Common Stock.

<u>/s/ Kevin P. Malcarney,</u> <u>Attorney-in-Fact</u>

09/06/2022

** 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.