

---

---

**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 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 27, 2023**

**Clearway Energy, Inc.**

(Exact name of registrant as specified in its charter)

**Delaware**  
(State or other jurisdiction of  
incorporation)

**001-36002**  
(Commission File Number)

**46-1777204**  
(IRS Employer Identification No.)

**300 Carnegie Center, Suite 300, Princeton, New Jersey 08540**  
(Address of principal executive offices, including zip code)

**(609) 608-1525**  
(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))

Securities registered pursuant to Section 12(b) of the Act:

<b>Title of each class</b>	<b>Trading Symbol(s)</b>	<b>Name of each exchange on which registered</b>
Class A Common Stock, par value \$0.01	CWEN.A	New York Stock Exchange
Class C Common Stock, par value \$0.01	CWEN	New York Stock Exchange

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 5.07 Submission of Matters to a Vote of Security Holders.**

Clearway Energy, Inc. (the “Company”) held its Annual Meeting of Stockholders (the “Annual Meeting”) on April 27, 2023. Set forth below are the final voting results for each of the proposals submitted to a vote of the stockholders at the Annual Meeting.

**(a) Proposal 1 – Election of eleven directors**

<b>Name</b>	<b>Votes For</b>	<b>Votes Against</b>	<b>Broker Non-Votes</b>
Jonathan Bram	57,264,906	9,278,461	4,560,322
Nathaniel Anschuetz	58,452,354	8,091,013	4,560,322
Emmanuel Barrois	58,456,415	8,086,952	4,560,322
Brian R. Ford	54,262,490	12,280,877	4,560,322
Guillaume Hédiard	58,458,278	8,085,089	4,560,322
Jennifer Lowry	58,805,338	7,738,029	4,560,322
Bruce MacLennan	58,457,477	8,085,890	4,560,322
Daniel B. More	52,566,795	13,976,572	4,560,322
E. Stanley O’Neal	65,578,741	964,626	4,560,322
Christopher S. Sotos	59,794,003	6,749,364	4,560,322
Vincent Stoquart	58,230,186	8,313,181	4,560,322

With respect to the foregoing Proposal 1, all eleven directors were elected and each received a plurality of the votes cast at the Annual Meeting.

**(b) Proposal 2 — Advisory vote on the Company’s executive compensation**

<b>Votes For</b>	<b>Votes Against</b>	<b>Abstentions</b>	<b>Broker Non-Votes</b>
65,157,909	1,243,135	142,320	4,560,325

The foregoing Proposal 2 was approved.

**(c) Proposal 3 — Advisory vote on the frequency of the advisory vote to approve the Company’s executive compensation**

<b>One Year</b>	<b>Two Years</b>	<b>Three Years</b>	<b>Abstentions</b>
65,210,831	78,260	525,892	728,381

---

With respect to the foregoing Proposal 3, the option to hold future advisory votes every one year received a majority of the votes cast at the Annual Meeting. Based on these results, the Company's Board of Directors currently intends to hold an advisory vote on executive compensation every one year.

(d) Proposal 4 – Ratification of the Appointment of Ernst & Young LLP as the Company's Independent Registered Public Accounting Firm for the 2023 fiscal year

<b>Votes For</b>	<b>Votes Against</b>	<b>Abstentions</b>
70,929,572	132,952	41,165

The foregoing Proposal 4 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.

**Clearway Energy, Inc.**

By: /s/ Kevin P. Malcarney

Kevin P. Malcarney

Executive Vice President, General Counsel and Corporate Secretary

Date: May 1, 2023

---