FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

vvasnington, D.O. 20

eck this box if no longer subject
Section 16. Form 4 or Form 5
gations may continue. See

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL 3235-0287 Estimated average burden hours per response: 0.5

11. Nature of Indirect Beneficial Ownership (Instr. 4)

See Footnote(2)(3)

mstruc	alon i(b).			File									mpany Act								
1. Name and Address of Reporting Person*					2. Issuer Name and Ticker or Trading Symbol								5. Relationship of Reporting Person(s) to Issuer (Check all applicable)								
TotalEnergies SE					Clearway Energy, Inc. [CWEN]							1	` '' ')% Ow	ner			
(Land) (Final) (Middle)				3	3. Date of Earliest Transaction (Manth/Day/Year)								_	Office below	title		ther (spelow)	pecify			
(Last) (First) (Middle) 2, PLACE JEAN MILLIER					3. Date of Earliest Transaction (Month/Day/Year) 12/12/2022									50101	• ,			3.011)			
LA DEF		IIDDIDIC																			
-					4.	If Ame	endr	ment,	Date	of Ori	ginal l	File	d (Month/D	ay/Year		6. Individual o .ine)	r Joint/0	Group Fili	ng (Ch	eck Ap	plicable
(Street) COURBEVOIE I0 92400														Form filed by One Reporting Person Form filed by More than One Reporting							
COURSE VOIE 10 72400															X Form		, more ur	un one	лоро	i unig	
(City)	(S	tate) (2	Zip)																		
		Table	1-1	Non-Deriva	ative	Se	cur	rities	Ac	quir	ed, C	Dis	posed o	f, or I	Benefic	ially Own	ed				
1. Title of	Security (Ins	str. 3)		2. Transactio Date (Month/Day/Y		Execuear) if any		Deemed cution Date, y nth/Day/Year)		3. Transaction Code (Instr.						5. Amount of Securities Beneficially		6. Owner Form: D	Direct	7. Nat Indire Benef	
				(Ju.,					В)				44.		Owned Fo	llowing	(I) (Insti		Owne (Instr.	rship
										Code	V	Aı	mount	(A) or (D)	Price	Transactio (Instr. 3 an					
Class C (Common S	mmon Stock			12/12/2022					$J^{(1)}$			3,004	D	\$33.29	88,70	02	I		See Footno	
		Ta	ble	II - Derivat													d				
1. Title of	2.	3. Transaction	3A.	. Deemed	4.	Cans	s, v	5. Nu				_	isable and	_	le and	8. Price of	9. Nun	nber of	10.		11. Nati
Derivative Security	Conversion or Exercise	Date	Exe if a	Execution Date, f any		nsactio	ion of		ative	Expiration		n Date		Amo Secu	unt of rities	Derivative Security	deriva Securi	tive ities	Owne	: '	of Indir
(Instr. 3)	(Instr. 3) Price of Derivative Security (Month/Day/Year)			onth/Day/Year)	8)		Securitie Acquired		ired					Deriv	erlying rative rity (Instr.	(Instr. 5)	Owner	ď	or Ind	irect	Owners (Instr. 4
						(A) or Dispose of (D)		sed	.				3 and			Repor	Following Reported Transaction(s)		str. 4)		
								(Instr. 3, and 5)		4								(Instr. 4)			
															Amount						
										Date	9		Expiration	.	Number of						
					Cod	le V	-	(A)	(D)	Exe	rcisat	le	Date	Title	Shares						
1	nd Address o nergies S	of Reporting Person*																			
TotalLi	il <u>cigics 5</u>	<u>L</u>				_															
(Last) (First) (Middle)				(Middle)																	
2, PLACE JEAN MILLIER																					
LA DEF	ENSE 6																				
(Street)																					
COURBEVOIE IO 9			92400																		
(City)		(State)		(Zip)																	
ı		of Reporting Person*																			
TotalE ₁	nergies C	Sestion USA S	AF	<u>RL</u>																	
(Last) (First) (Midd		(Middle)																			
2, PLACE JEAN MILLIER																					
LA DEF	ENSE 6																				
(Street)						-															
COURB	EVOIE	10		92400																	
(City)		(State)		(Zip)																	
		of Reporting Person*																			
TotalE ₁	nergies H	Ioldings USA	<u>In</u>	c.																	

(Middle)

(First)

1201 LOUISIANA ST. SUITE 1800,

(Last)

,		
(Street)		
HOUSTON	TX	77002
(City)	(State)	(Zip)
1. Name and Addres	ss of Reporting Pers	son*
TotalEnergies		
(Last)	(First)	(Middle)
1201 LOUISIAN	NA ST. SUITE 1	800,
(Street)		
HOUSTON	TX	77002
(City)	(State)	(Zip)
1. Name and Addres	ss of Reporting Pers	son [*]
<u>TotalEnergies</u>	Renewables	<u>USA, LLC</u>
(Last)	(First)	(Middle)
1201 LOUISIAN	NA ST. SUITE 1	800,
(Street)		77 000
HOUSTON	TX	77002
(Cit.)	(Ctata)	/7:n)
(City)	(State)	(Zip)

Explanation of Responses:

- 1. Reflects grant of shares of restricted stock of the Issuer granted by Clearway Energy Group LLC ("Clearway Energy Group") under its Long Term Equity Incentive Program to one or more of its employees.
- 2. The securities reported herein are held directly by Clearway Energy Group, a wholly owned subsidiary of GIP III Zephyr Acquisition Partners, L.P. ("GIP"). TotalEnergies Renewables USA, LLC holds 50% of the equity interests in Zephyr Holdings GP, LLC, which is the general partner of GIP. TotalEnergies Holdings USA, Inc. is the sole shareholder of TotalEnergies Delaware, Inc., which is the sole member of TotalEnergies Renewables USA, LLC. TotalEnergies Gestion USA SARL, which is a direct wholly owned subsidiary of TotalEnergies SE, is the sole shareholder of TotalEnergies Holdings USA, Inc. As a result, each of the foregoing entities may be deemed to beneficially own the securities reported herein.
- 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.

IUTALENERGIES SE By.	
Name: Marine Delaitre Title:	12/14/2022
<u>Authorized Signatory</u>	
<u>TOTALENERGIES</u>	
GESTION USA SARL By:	10/14/2022
Name: Eric Bozec Title:	12/14/2022
General Manager	
TOTALENERGIES	
HOLDINGS USA, INC. By:	12/14/2022
Name: Albert Shung Title:	12/14/2022
Assistant Secretary	
TOTALENERGIES	
DELAWARE, INC. By:	10/14/2022
Name: Albert Shung Title:	12/14/2022
<u>Secretary</u>	
TOTALENERGIES	
RENEWABLES USA, LLC	10/14/2022
RENEWABLES USA, LLC By: Name: Albert Shung Title:	12/14/2022
Secretary	
** Signature of Reporting Person	Date

TOTAL ENERGIES SE By:

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.