SEC Form 4

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).

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

OMB APPROVAL

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

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)					
<u>Ford Brian R.</u>			Clearway Ellergy, IIIC. [CWEN]	X Director 10% Owner					
(Last) (First) (Middle) CLEARWAY ENERGY, INC. 300 CARNEGIE CENTER, SUITE 300		Ξ.	3. Date of Earliest Transaction (Month/Day/Year) 06/01/2022	Officer (give title Other (specify below) below)					
		SUITE 300	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line)					
(Street) PRINCETON	I NJ	08540		X Form filed by One Reporting Person Form filed by More than One Reporting Person					
(City)	(State)	(Zip)							

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	Transaction Code (Instr.		Disposed Of			5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership		
		Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(Instr. 4)		
. 06/01/2022		A		4,328(1)	A	(2)	58,339	D			
. 06/01/2022		A		76	A	(3)	8,030 ⁽⁴⁾	D			
. 06/01/2022		A		584	A	(3)	58,923 ⁽⁵⁾	D			
1	Date (Month/Day/Year) r 06/01/2022 r 06/01/2022	Date (Month/Day/Year) Execution Date, if any (Month/Day/Year) r 06/01/2022 r 06/01/2022	Date (Month/Day/Year) Execution Date, if any (Month/Day/Year) Transa Code 8) r 06/01/2022 A r 06/01/2022 A	Date (Month/Day/Year) Execution Date, if any (Month/Day/Year) Transaction Code (Instr. 8) Code V 6 06/01/2022 A A A Code A	$ \begin{array}{ c c c c c c } \hline Date & Execution Date, & Transaction & Disposed Of Code (Instr. 8) & \hline \\ \hline & & & & & & & \\ \hline & & & & & & \\ \hline & & & &$	$ \begin{array}{ c c c c c c c c c c c c c c c c c c c$	$ \begin{array}{ c c c c c c c c c c c c c c c c c c c$	$ \begin{array}{ c c c c c c c c c c c c c c c c c c c$	$ \begin{array}{ c c c c c c c c c c c c c c c c c c c$		

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

	(e.g., puts, cans, warrants, options, conventine securities)														
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security		3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transa Code (8)		5. Number of 6. Date Exercisable and Expiration Date (Month/Day/Year) Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		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 4,328 Deferred Stock Units issued to the Reporting Person by Clearway Energy, Inc. under Clearway Energy, Inc.'s Amended and Restated 2013 Equity Incentive Plan.

2. Each Deferred Stock Unit is equivalent in value to one share of Clearway Energy, Inc.'s Class C Common Stock, par value \$.01 per share. The Reporting Person will receive from Clearway Energy, Inc.one such share of Class C Common Stock for each Deferred Stock Unit he owns upon termination of his service on Clearway Energy, Inc.'s Board of Directors.

3. 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.

4. Includes 2,483 dividend equivalent rights that may only be settled in Class A Common Stock.

5. Includes 10,933 dividend equivalent rights that may only be settled in Class C Common Stock

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

06/03/2022

** 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.