SEC Form 4

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL

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Instruction 1(b).	Filed pursuant to Section 16(a) of the Securities Exchange Act of 193-	pursuant to Section 16(a) of the Securities Exchange Act of 1934					
	or Section 30(h) of the Investment Company Act of 1940						
1. Name and Address of Reporting Person [*] Rubenstein Sarah	2. Issuer Name and Ticker or Trading Symbol <u>Clearway Energy, Inc.</u> [CWEN]	5. Relationship of F (Check all applicat Director X Officer (gi	10% Owner				
(Last) (First) (Middle) 300 CARNEGIE CENTER SUITE 300	3. Date of Earliest Transaction (Month/Day/Year) 12/01/2020	below)	below) counting & Controller				
(Street) PRINCETON NJ 08540 (City) (State) (Zip)	4. If Amendment, Date of Original Filed (Month/Day/Year)	Line) X Form filed	nt/Group Filing (Check Applicable d by One Reporting Person d by More than One Reporting				
(City) (State) (Zip)							

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

1		-		-	-		-			
1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	ate Execution Date,	3. Transaction Code (Instr. 8)					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 C Common Stock, par value \$.01 per share	12/01/2020		A		123 ⁽¹⁾	A	(2)	16,867	D	

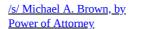
 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

6. Date Exercisable and 9. Number of 1. Title of 3. Transaction 3A. Deemed 5. Number 7. Title and 8. Price of 10. 11. Nature Expiration Date (Month/Day/Year) Derivative Ownership of Indirect Derivative Conversion Date (Month/Day/Year) Execution Date, Transaction Amount of derivative Derivative or Exercise Price of Derivative Security (Instr. 3) if any Code (Instr. 8) Securities Security (Instr. 5) Securities Form: Beneficial (Month/Day/Year) Direct (D) Underlying Derivative Securities Beneficially Ownership or Indirect (I) (Instr. 4) Acquired Owned (Instr. 4) (A) or Disposed of (D) (Instr. 3, 4 Security Security (Instr. Following 3 and 4) Reported Transaction(s) (Instr. 4) and 5) Amount Number Date Expiration of Code v (A) (D) Exercisable Date Title Shares

Explanation of Responses:

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

2. Includes 360 dividend equivalent rights that may only be settled in Class C Common Stock. There has been a de minimus adjustment of 1 shares to the number of dividend equivalent rights as a result of rounding fractional shares.



Date

12/03/2020

** Signature of Reporting Person

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.

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See