FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

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

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

Check this box to indicate that a transaction was made pursuant to a

LA DEFENSE 6

COURBEVOIE

10

1. Name and Address of Reporting Person*

(State)

92400

(Zip)

(Street)

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

for the securit intende defens	ct, instruction o purchase or sa ies of the issue ed to satisfy the e conditions of ee Instruction 1	r written plan ale of equity or that is affirmative Rule 10b5-																				
1. Name and Address of Reporting Person* 2. Issu					ssuer Name and Ticker or Trading Symbol								5. Relationship of Reporting Person(s) to Issuer									
TotalEnergies SE						Clearway Energy, Inc. [CWEN]									(Check all applicable) I							
(Last) (First) (Middle) 2, PLACE JEAN MILLIER						3. Date of Earliest Transaction (Month/Day/Year) 10/25/2024									Officer (give title Other (specify below) below)							
LA DEFENSE 6					4. If	If Amendment, Date of Original Filed (Month/Day/Year)									6. Individual or Joint/Group Filing (Check Applicable							
(Street) COURBEVOIE I0 92400															Line) Form filed by One Reporting Person Form filed by More than One Reporting Person							
(City)	(St	ate) (Ž	Zip)																			
		Table	I - I	Non-Deriva	tive	Se	curities	A	cquire	ed, D	isposed	of	, or E	Benefi	icia	lly Own	ed					
1. Title of Security (Instr. 3) 2. Transaction Date (Month/Day/Ye				ear)	Exec	Deemed cution Date, y nth/Day/Year)		3. Transaction Code (Instr. 8)		4. Securities A Disposed Of (and 5)		Acquired (A) or (D) (Instr. 3, 4			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	- 11	Transaction (Instr. 3 and				,		
Class C Common Stock 10/25/2024				24	4			J ⁽¹⁾		798		A	A (1)		95,424		I		See footnotes(2)(3)			
		Tal	ble I	I - Derivat (e.g., ρι	ive S ıts, c	ecu alls	urities /	Acq	uired s, opt	l, Dis	sposed c	of, o	or Be le se	nefici curitie	iall es)	y Owned	t					
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	Exe if an	if any		4. Transaction Code (Instr. 8)		rative rities rosed) r. 3, 4	Expiration (Month/Da				7. Title and Amount of Securities Underlying Derivative Security (Inst 3 and 4)		8. Price of Derivative Security (Instr. 5)		9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)		10. Owne Form Direct or Ind (I) (Ins	(D) Beneficial Ownershirect (Instr. 4)		
					Code	v	(A)	(D)	Date Exe	e rcisab	Expirati le Date	on	Title	Amour or Number of Shares	er							
	nd Address of nergies SI	FReporting Person* $\frac{E}{C}$																				
(Last) 2, PLAC LA DEF	E JEAN M	(First) ILLIER	•	(Middle)																		
(Street)	EVOIE	10		92400																		
(City)		(State)		(Zip)		_																
		Reporting Person*	AR	L																		
(Last) 2, PLAC	E JEAN M	(First) ILLIER	((Middle)																		

TotalEnergies I	<u> Holdings USA, Iı</u>	<u>1c.</u>
(Last) 1201 LOUISIANA	(First) A ST. SUITE 1800	(Middle)
(Street) HOUSTON	TX	77002
(City)	(State)	(Zip)
1. Name and Address of TotalEnergies I		
(Last) 1201 LOUISIANA	(First) A ST. SUITE 1800	(Middle)
(Street) HOUSTON	TX	77002
(City)	(State)	(Zip)
1. Name and Address TotalEnergies F	of Reporting Person* Renewables USA	<u>,,LLC</u>
(Last) 1201 LOUISIANA	(First) A ST. SUITE 1800	(Middle)
(Street) HOUSTON	TX	77002
(City)	(State)	(Zip)

Explanation of Responses:

1. Reflects the forfeiture of shares of restricted stock of Clearway Energy, Inc. (the "Issuer") previously 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. GIP III Zephyr Acquisition Partners, L.P. ("Zephyr") is the sole member of Clearway Energy Group. Zephyr Holdings GP, LLC ("Zephyr GP") is the general partner of Zephyr.
- 3. TotalEnergies Renewables USA, LLC holds 50% of the equity interests in Zephyr GP. 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 USA, Inc. Each of the foregoing entities is a "Reporting Person" and may be deemed to beneficially own the securities reported herein; however, each Reporting Person disclaims beneficial ownership of the securities reported herein, except to the extent of such Reporting Person's pecuniary interest therein. Solely for purposes of Section 16 of the Exchange Act, each Reporting Person may be deemed a "director by deputization".

TOTALENERGIES SE By: /s/	
Marine Delaitre Name:	10/20/2024
Marine Delaitre Title:	10/29/2024
<u>Authorized Signatory</u>	
<u>TOTALENERGIES</u>	
GESTION USA SARL By: /s/ Matthieu Got Name: Matthieu	10/29/2024
Matthieu Got Name: Matthieu	10/27/2024
Got Title: General Manager	
<u>TOTALENERGIES</u>	
HOLDINGS USA, INC. By:	
/s/ Richard Frazier Name:	10/29/2024
Richard Frazier Title:	
Assistant Secretary	
TOTALENERGIES	
DELAWARE, INC. By: /s/	
Richard Frazier Name:	10/29/2024
Richard Frazier Title:	
<u>Secretary</u>	
<u>TOTALENERGIES</u>	
RENEWABLES USA, LLC	
By: /s/ Richard Frazier Name:	10/29/2024
Richard Frazier Title:	
<u>Secretary</u>	
** Signature of Reporting Person	Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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.

 $^{^{\}star}$ 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).