SEC Form 4

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL

OMB Number:	3235-0287
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to Section 16. For obligations may Instruction 1(b).		Filed	pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940		Estimated avera hours per respon	0	0.5
1. Name and Address of Reporting Person* <u>Malcarney Kevin P.</u> (Last) (First) (Middle) CLEARWAY ENERGY, INC. 300 CARNEGIE CENTER, SUITE 300		n*	2. Issuer Name and Ticker or Trading Symbol Clearway Energy, Inc. [CWEN]	5. Relationship of (Check all applica Director X Officer (g	ble) jive title	10% Owner Other (specify	/
		、 <i>,</i>	3. Date of Earliest Transaction (Month/Day/Year) 06/01/2020	Delow)	below) a Counsel and Corp Secr		
(Street) PRINCETON	NJ	08540	4. If Amendment, Date of Original Filed (Month/Day/Year)		int/Group Filing (C d by One Reportii d by More than O	ng Person	ole
(City)	(State)	(Zip)					

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

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1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year) 3. Transac Code (I 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
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(Instr. 4)
Class C Common Stock, par value \$.01 per share	06/01/2020		A		336	A	(1)	42,340 ⁽²⁾	D	

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

				,				•				·			
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transa Code (8)		n of		of Expiration Date Derivative (Month/Day/Year) Acquired (A) or Disposed of (D) (Instr. 3, 4			e and Int of rities rlying ative rity (Instr. 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 dividend equivalent rights accrued on the Reporting Person's Restricted Stock Units ("RSUs") and Relative Performance Stock Units ("RPSUs"), which become exercisable proportionately with the RSUs and RPSUs to which they relate and may only be settled in Class C Common Stock of Clearway Energy, Inc. as determined by the RSU or RPSU to which they relate. 2. Includes 1,586 dividend equivalent rights that may only be settled in Class C Common Stock.

<u>/s/ Kevin P. Malcarney</u>	<u>0</u>
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** Signature of Reporting Person

6/03/2020 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.