



**Political Contribution Policy**  
**Effective Date: February 2016**  
**Responsibility: Vice President – Government Affairs**  
**Approved by: General Counsel**

## **NRG ENERGY, INC.**

### **POLITICAL CONTRIBUTION POLICY**

NRG Energy, Inc. (“NRG” or the “Company”) participates in the political process to advance its long-term strategy and the interests of its stockholders, employees, customers and stakeholders. NRG also values transparency in this process and appreciates the need to disclose its political and policy-related activity in an effort to promote ethical corporate governance, participation in political processes and confidence in the American democratic systems. NRG’s political contributions and those of its political action committees (“PACs”) are made in accordance with federal and state campaign finance and other applicable laws, and without regard for the private political preferences of the management or Board of Directors (the “Board”) of NRG. They also are subject to certain reporting requirements. Operating in a heavily regulated industry, NRG believes this participation is a necessary part of its leadership in the energy industry, and it ensures that NRG represents the best interests of its business, its stockholders, employees, customers and stakeholders.

NRG has decision-making and oversight processes in place for political contributions and expenditures to ensure such contributions and expenditures are legally permissible and in the best interests of NRG. In addition to the NRG Code of Conduct, which sets forth more generally the behavioral expectations related to government relations, political contributions, political participation, and the NRG Political Action Committee, this policy describes more specifically the criteria for certain political contributions and expenditures, and the process for approving such contributions and expenditures.

#### **Political Contributions**

NRG periodically makes financial contributions to political candidate campaigns that represent candidates or elected officials who it believes support policies consistent with NRG’s interests and objectives. Specifically, campaigns and candidates that recognize the value of NRG’s strategy to produce and sell reliable and affordable power to its customers while remaining relentlessly committed to safety for its employees, customers and partners. All political contributions are made to promote the business interests of NRG, as they may be affected by public policy decisions, without regard to political preferences of the management or Board of NRG. NRG does

not expect the recipients of its contributions to agree with NRG's position on all issues at all times. Contributions may be made with funds from the NRG Energy, Inc. Political Action Committee ("NRG PAC"), NRG state-specific political action committees or, where legally permissible, corporate dollars. All such contributions must comply with this policy and all applicable federal, state and local laws.

### ***Process, Criteria and Disclosure***

NRG's Government Affairs personnel are responsible for executing the Company's policy and advocacy agenda. Payments of corporate funds to any political party, candidate, elected official, or campaign may be made only if permitted under applicable law and with prior written consent of the Chief Compliance Officer and the Vice President, Governmental Affairs. Contributions to a candidate or political party campaign entity are subject to an annual, cumulative contribution limit as prescribed by applicable law. The Company's Vice President, Government Affairs, reporting to the Executive Vice President & General Counsel, is responsible for assuring compliance with applicable state and local laws. The criteria upon which contribution decisions are made include such factors as positions on public policy issues important to NRG, membership on committees of jurisdiction over issues impacting the Company, leadership positions and representation of districts/states where NRG has significant operational presence. NRG's Government Affairs personnel are responsible for maintaining accurate records of any corporate political contributions and taking any actions to ensure that where required, complete and accurate disclosures to government entities are made.

### ***NRG PAC***

Along with participation in civic, charitable and volunteer activities, NRG encourages its employees to be active members of their communities. This also includes participation in the political process. Eligible employees may make voluntary contributions to the NRG PAC – the Company and its management does not and will not penalize any employee for electing not to participate. The NRG PAC is directed by a board of employees which approves the NRG PAC political contributions budget. Contribution amounts specified within the approved NRG PAC political contributions budget may be adjusted or reallocated during the year so long as the aggregate political contributions do not exceed the aggregate political contribution budget amount. No contribution may be made until entered by the NRG PAC treasurer into a centralized political contribution data base that supports the preparation of compliance filings in accordance with all applicable federal, state and local laws. NRG PAC contributions are publicly disclosed as required on the website of the Federal Election Commission at <http://www.fec.gov>.

### ***State PACs***

From time to time, NRG may also sponsor state PACs which contribute to candidates in their respective states. These PACs are funded by voluntary contributions from eligible employees,

or corporate funds if legally permissible. Contributions to these PACs are generally limited and made only upon the approval of the Chief Compliance Officer and the Vice President, Government Affairs. Once approval is obtained, contributions to any state PAC are made by the respective PAC treasurer, who is also responsible for maintaining compliance with the campaign finance laws for such state.

Information on contributions made by the NRG PAC, any NRG state PAC or the Company is available on the relevant federal or state election commission campaign contributions disclosure site.

Compliance with all applicable federal, state and local requirements regarding political contributions as well as the provisions of this policy are part of the NRG Code of Conduct found on the NRG website at <https://www.nrg.com/documents/legal/Code-of-Conduct-NRG.pdf>. The Code of Conduct is made available to all employees of the Company, as well as all officers and directors, . The latest version is always posted on the Company's public website and its internal website. In connection with annual Code of Conduct training, Company personnel are required to provide signed acknowledgments attesting that they understand the responsibilities outlined and agree to abide by them. We expect employees to report violations, and we provide an anonymous and confidential NRG Ethics Helpline and web-based Ethics Alertline, should a concern arise.

## **Lobbying Reports**

NRG and our lobbyists are required to file reports with the U.S. Congress and state agencies on a regular basis disclosing information about their lobbying activities. The reports are available for review on the websites of the U.S. House of Representatives and the U.S. Senate, as noted below.

- NRG maintains and files Lobbying Disclosure Act Registration and Reports (Form LD-2) with the U.S. Congress. These reports detail the particular bills and issues on which individual lobbyists engaged, as well as the total lobbying expenses incurred. These reports may be found at:  
[http://www.senate.gov/legislative/Public\\_Disclosure/LDA\\_reports.htm](http://www.senate.gov/legislative/Public_Disclosure/LDA_reports.htm)
- NRG and its registered federal lobbyists must also file semi-annual reports detailing, among other things, disbursements and personal and/or direct contributions to federal candidates. These forms (LD-203) may be found at:  
[http://www.senate.gov/legislative/Public\\_Disclosure/LDA\\_reports.htm](http://www.senate.gov/legislative/Public_Disclosure/LDA_reports.htm)

### **Business and Trade Associations**

NRG is a member of and pays dues to certain business and trade associations at the national, state and local levels. These associations are important partners in a variety of public policy issues and activities. At least annually, these memberships are evaluated in connection with the Company's budgeting process. Continued involvement does not imply agreement with all the views expressed by these organizations.

### **Our Approach to Public Policy Overseas**

To ensure compliance with international law, NRG has adopted an anti-bribery and corruption compliance program and established a Foreign Corrupt Practices Act ("FCPA") Policy and FCPA Tool Kit. All employees involved in foreign business projects must receive FCPA training. As a general rule, NRG does not involve itself in any way with political affairs of foreign states.

### **Oversight**

NRG's Audit Committee shall annually review this policy and the Company's political expenditures and activities.