NRG's First Quarter 2011 Results Presentation

May 5, 2011

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This Investor Presentation contains forward-looking statements within the meaning of Section 27A of the Securities Act of 1933 and Section 21E of the Securities Exchange Act of 1934. Forward-looking statements are subject to certain risks, uncertainties and assumptions and typically can be identified by the use of words such as "expect," "estimate," "should," "anticipate," "forecast," "plan," "guidance," "believe" and similar terms. Such forward-looking statements include our adjusted EBITDA and free cash flow guidance, expected earnings, future growth and financial performance, capital allocation, commercial operations, and renewable energy development strategy. Although NRG believes that its expectations are reasonable, it can give no assurance that these expectations will prove to have been correct, and actual results may vary materially. Factors that could cause actual results to differ materially from those contemplated above include, among others, general economic conditions, hazards customary in the power industry, weather conditions, competition in wholesale power markets, the volatility of energy and fuel prices, failure of customers to perform under contracts, changes in the wholesale power markets, changes in government regulation of markets and of environmental emissions, the condition of capital markets generally, our ability to access capital markets, unanticipated outages at our generation facilities, adverse results in current and future litigation, failure to identify or successfully implement acquisitions and repowerings, our ability to implement value enhancing improvements to plant operations and companywide processes, our ability to obtain federal loan guarantees, the inability to maintain or create successful partnering relationships, our ability to retain retail customers, our ability to realize value through our commercial operations strategy, and the 2011 Capital Allocation Plan, and share repurchase under the Capital Allocation Plan may be made from time to time subject to market conditions and other factors, including as permitted by United States securities laws.

NRG undertakes no obligation to update or revise any forward-looking statements, whether as a result of new information, future events or otherwise, except as required by law. The adjusted EBITDA, and free cash flow guidance are estimates as of May 5, 2011 and are based on assumptions believed to be reasonable as of that date. NRG disclaims any current intention to update such guidance from May 5, 2011, except as required by law. The foregoing review of factors that could cause NRG's actual results to differ materially from those contemplated in the forward-looking statements included in this Investor Presentation should be considered in connection with information regarding risks and uncertainties that may affect NRG's future results included in NRG's filings with the Securities and Exchange Commission at www.sec.gov. Statements made in connection with the exchange offer are not subject to the safe harbor protections provided to forward-looking statements under Private Securities Litigation Reform Act.

Agenda

- Business Highlights & Strategic Review – *D. Crane*
- Operational and Commercial Review – *M. Gutierrez*
- Financial Results – *C. Schade*
- Closing Remarks and Q&A – *D. Crane*

Key Highlights: First Quarter 2011

EBITDA Ahead of Expectations

- $455 million adjusted EBITDA for the quarter
- Affirming 2011 EBITDA guidance range of $1,750-$1,950 million

Strong Cash Flows

- $216 million Cash from Operations for the quarter
- $175 million increase in 2011 Free Cash Flow Before Growth guidance (now $1,000-$1,200 million)

Prudent (and Balanced) Balance Sheet Management

- $130 million of share repurchases initiated; completed in April
- $161 million of debt pay down completed

Progress with Conventional and Solar Development Projects

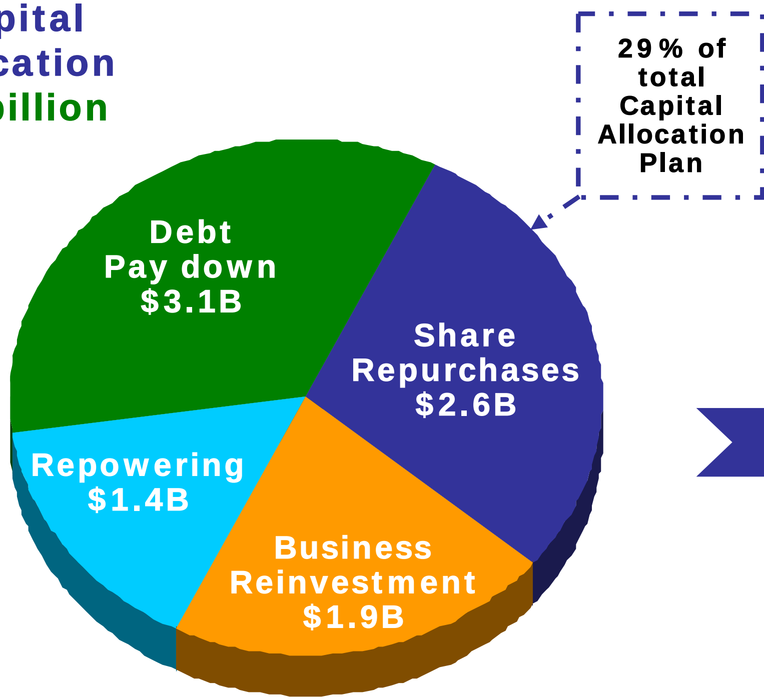
- Continued to advance industry-leading solar development portfolio and repowering opportunities

A Healthy Start to the Year

Capital Allocation Principles and Objectives: Historical and Looking Forward

Historical Capital Allocation (2004-2010)

Capital Allocation
$9 billion



Plus acquisitions, including

1. Texas Genco (Jan. 2006)
2. Reliant (May 2009)
3. Green Mountain (Nov. 2010)

Capital Allocation Principles

I. HISTORICAL

- ✓ Balanced
- ✓ Prudent
- ✓ Disciplined
- ✓ Opportunistic

PLUS

II. FUTURE

- ✓ Flexible

★ Proven Capital Allocation Model ★

NRG to Address Inefficient and Unwieldy Indentures…

NRG Plan

- **Provides** opportunity to further simplify capital structure, and move NRG's debt structure to a single and less onerous covenant package
- **Enables** NRG to evaluate more efficiently and effectively the use of excess cash to either return capital to shareholders or reinvest in business, whichever provides highest return/value
- **Aligns** with call dates of 2016 and 2017:
  - 2nd quarter 2011: Refinance 2016 bonds
  - 1st quarter 2012: Refinance 2017 bonds when callable

Free Cash Flow Profile

Free Cash Flow per Share -- before Growth[1]

$4.09 - $4.89

[1]FCF after maintenance and environmental capex but before growth capex per 2011 guidance; calculated by adding back preferred dividends and dividing by the weighted average number of common diluted shares of 247 million for the quarter ended March 31, 2011

Free Cash Flow Yield -- before Growth[2]

17-21%

[2]Cash Flow Yield based on common stock share price of $23.81 as of May 4, 2011

…to enable future consideration of enhanced program for future stock repurchases and/or dividends

Operations and Commercial Review

Operations Highlights

☑ Outstanding Safety Performance

- OSHA recordable rate 0.66, top decile performance

☑ Solid Plant Performance

- Baseload equivalent availability factor (EAF) of 90.4%
- Gas/Oil fleet starting reliability of 97%

☑ Environmental CAPEX Program

- New EPA rules affirmed our environmental spending plans

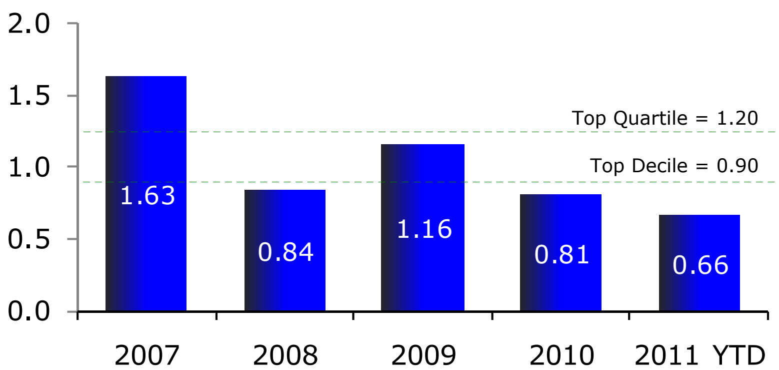
☑ DEPC projects are on track

- Middletown – commissioning sequencing ongoing, COD June 2011
- Road Runner – site civil and pier installation completed, COD December 2011
- Indian River – environmental retrofits on schedule, COD January 2012
- El Segundo – demolition of units 1&2 completed, COD August 2013
- Ivanpah – commenced construction, COD 2013

Focus on operational excellence drove solid results

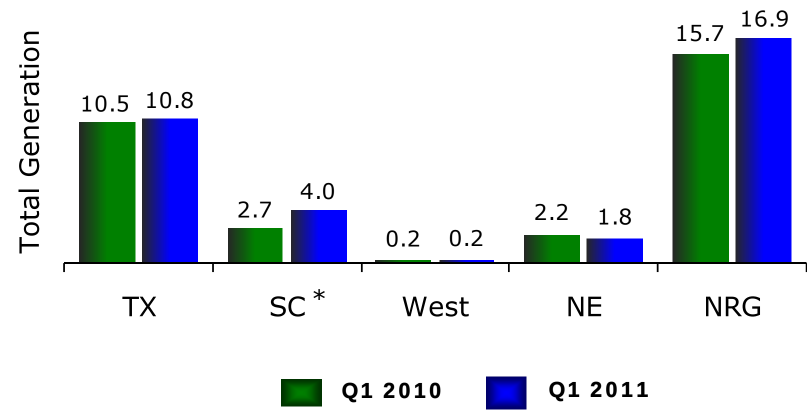
Operations Update

Safety – Top Decile Performance[1]



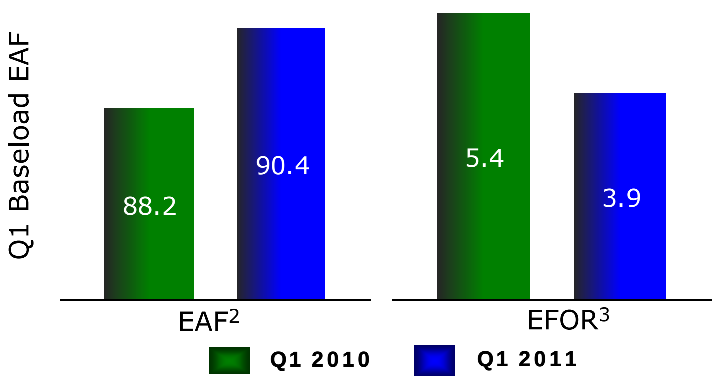
[1] OSHA Top Decile and Top Quartile Rates are Edison Electric Institute Industry Survey

Net Fleet Production (TWh)



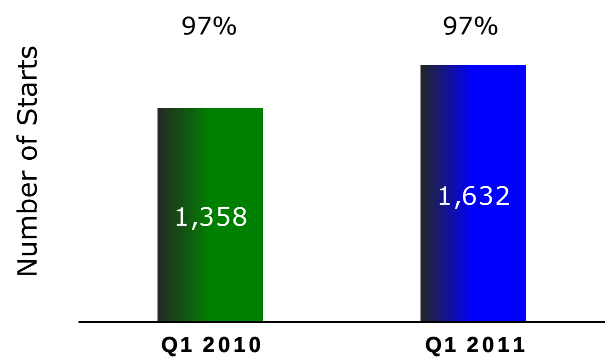
* Numbers include Cottonwood Station

Baseload Availability & Reliability



[2] Equivalent Availability Factor (EAF) – Measures % of maximum equivalent generation available.
[3] Equivalent Forced Outage Rate (EFOR) – Measures the ratio of unplanned outage and derated equivalent hours over total service equivalent hours
Results include Unplanned Outage at STP Unit #2 in November 2010

Gas / Oil Starting Reliability



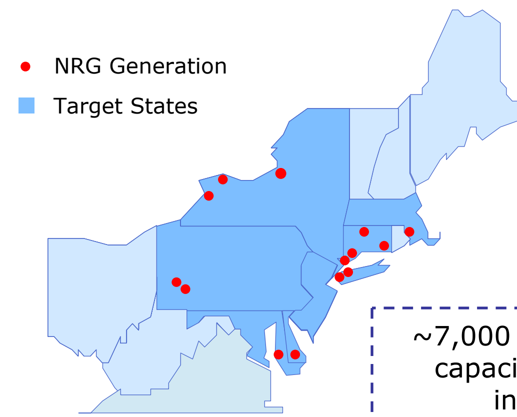
Strong performance across all operating metrics

Reliant Operations Update

Retail Key Drivers

- Outperformed EBITDA outlook due to:
  - Effective hedging strategy execution during extreme weather conditions
  - Mass customer count growth
  - Reduction of bad debt rate
- C&I business gained significant momentum during the year
  - Win rates in Texas
  - Expansion into the Northeast

Expansion to the Northeast

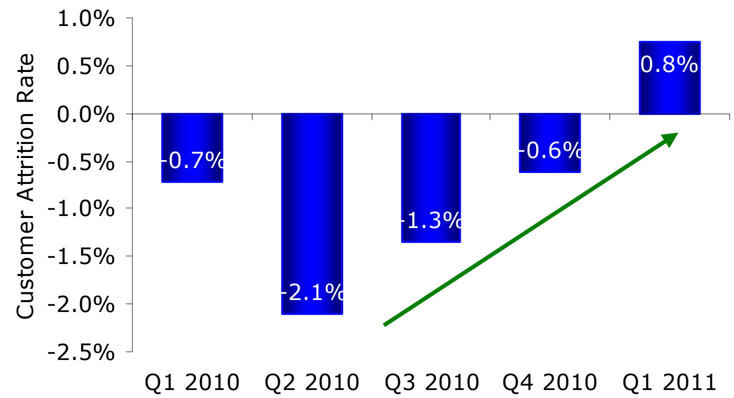


~7,000 MW of generation capacity to support retail in the Northeast

Customer Count and Volumes

	Q1 2011	Q4 2010	Q1 2010
Electric Sales Volume (GWh)			
Mass	4,635	4,160	4,814
C&I	5,691	6,078	6,209
Total	10,326	10,238	11,023
Period End Customer Counts (000s of meters)			
Mass	1,470	1,459	1,520
C&I	60	62	64
Total	1,530	1,521	1,584

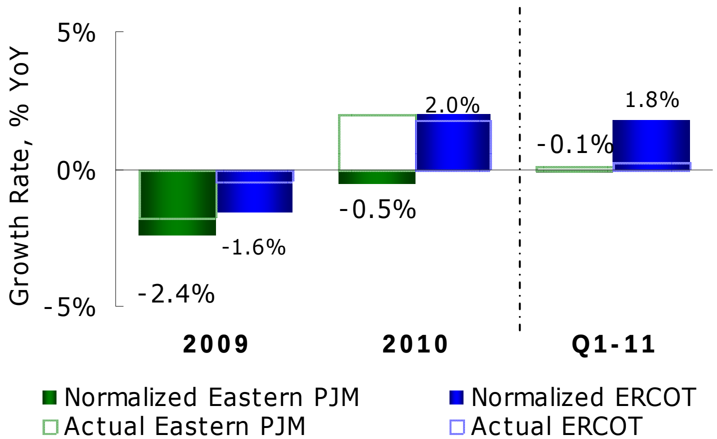
Customer Count Increases in Mass Segment



Continued optimization of customer count and EBITDA while maintaining strong brand and customer satisfaction

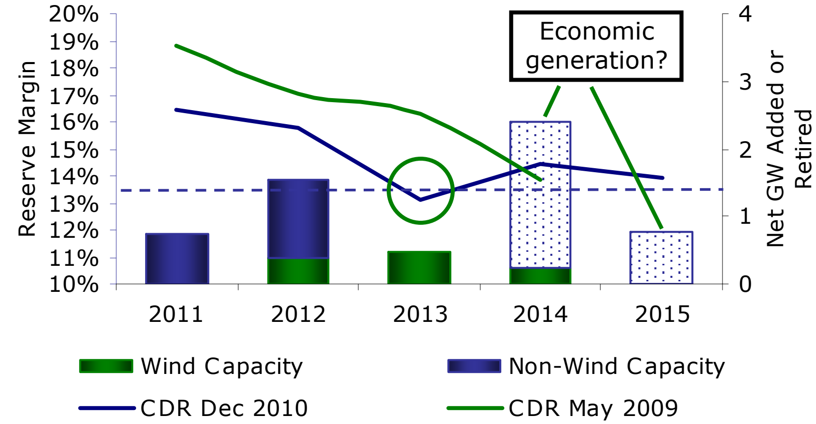
Market Update: Positive trends for NRG

Robust ERCOT Demand



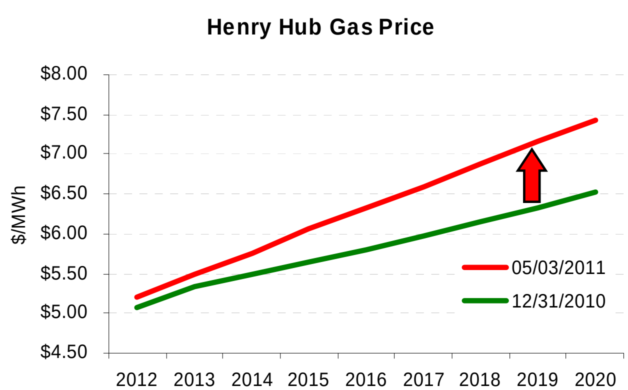
Source: NRG estimates

ERCOT fundamentals support heat rate expansion



Source: NRG estimates

Natural Gas increases in the back end



Source: NYMEX natural gas futures

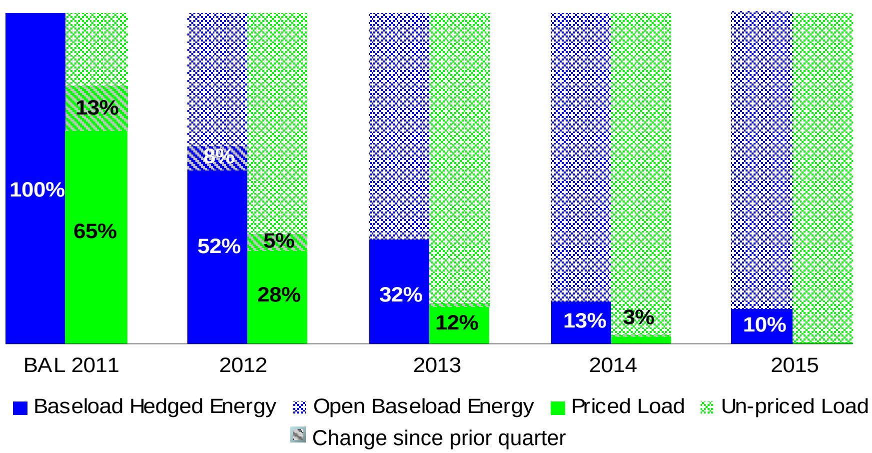
Northeast Capacity Markets

- FERC order on New York demand curve reset
  - Incorporate NYC taxes, interconnection costs in net CONE
- FERC ruling on PJM MOPR
  - New generation to offer at 90% of net CONE
  - Positive signal for competitive markets

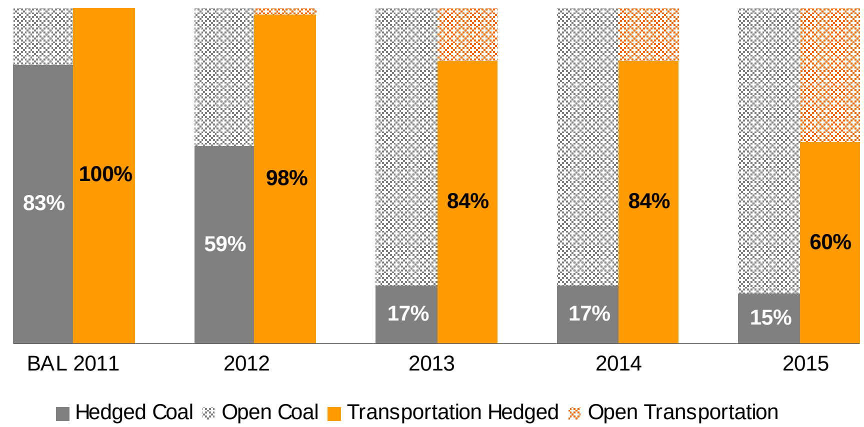
Strong ERCOT fundamentals and higher gas prices

Managing Commodity Price Risk

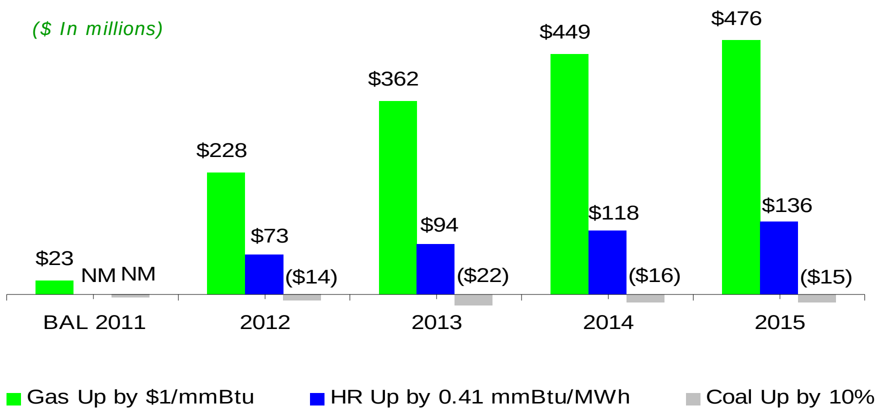
Baseload Generation and Retail Hedge Position(1)(2)



Coal and Transport Hedge Position(1)(5)



Baseload Gas Price, Coal and Heat Rate Sensitivity(1)(3)(4)



Commercial Strategy

- ✓ Disciplined hedging added 8% to Baseload portfolio in 2012
- ✓ Support expansion of Green Mountain Energy and Reliant Energy into the Northeast
- ✓ Success in securing load following opportunities in Northeast and South Central regions

(1) Portfolio as of 04/26/2011; 2) Retail load includes Reliant and Green Mountain for Texas, PJM, and NYISO regions. Retail Priced Loads are 100% hedged; (3) Price sensitivity reflects gross margin change from $1/mmBtu gas price, 0.41 mmBtu/MWh heat rate move, and 10% increase in coal price; (4) 0.41 mmBtu/MWh move in heat rate is 'equally probable' to $1/mmBtu gas price change; (5) Coal position excludes coal inventory that can be used to cover remaining requirement in 2011

Focus on retail expansion and origination opportunities

Environmental Regulations Gain Clarity in 2011

	Transport Rule (CATR)	Mercury and Air Toxic Rule (MACT)	Once Thru Cooling (316 (b))
Proposed date	7/6/2010	3/16/2011	3/28/2011
Description	▪ Cap & Trade: SO2 and NOx ▪ Replaces CAIR ▪ 31 States and DC ▪ Trading begins 2012	▪ Emission rate standards for mercury, hydrochloric acid, and particulate matter ▪ Coal and oil units ▪ Compliance 2014-2015	▪ Reduce impact to fish from impingement & entrainment ▪ NY and CA - more stringent programs ▪ Compliance by 2018

Clarity	▪ Federal allocation of allowances
	▪ Limited interstate trading
	▪ Texas: seasonal NOx only
		▪ Compliance Flexibility:
		  ▪ 30 day **facility** average
		  ▪ Control technology not specified
		  ▪ Lignite mercury sub-category
		▪ Lower hurdles for PRB acid gas
			▪ No cooling tower mandate for existing plants
			▪ States determine compliance

Anticipated Final Rule	July 2011	Nov 2011	July 2012

Proposed Rules Reaffirmed NRG Current Capex Plan and Guidance of ~$720 MM

Flexible Standards and Achievable Limits

Financial Review

Financial Summary

- ☑ **Strong First Quarter Results**
  - ☑ $455 million of adjusted EBITDA
    - ➢ Reliant Energy: $151 million of adjusted EBITDA
      - Customer count 1% higher versus 2010 year-end
    - ➢ Wholesale: $304 million of adjusted EBITDA
  - ☑ $216 million of Cash Flow from Operations

- ❑ **Guidance**
  - ➢ Maintaining 2011 EBITDA guidance range of $1,750 - $1,950 million
  - ➢ Raising free cash flow before growth investments guidance range by $175 million to $1,000 - $1,200 million

- ❑ **2011 Capital Allocation**
  - ❑ $180 million share repurchase program
    - ☑ $130 million share repurchases completed at an average price of $20.87
    - ❑ $50 million to be completed by year-end with possibility of further increases
  - ❑ $222 million of debt repayments

- ❑ **Simplify NRG Capital Structure to benefit NRG stakeholders**
  - ❑ Refinance first lien debt and senior notes
    - ➢ Extend debt maturity profile
    - ➢ Align covenant package throughout the capital structure
      - Enhance capital allocation flexibility
      - Eliminate excess cash flow sweep
      - Eliminate investment basket restrictions

Solid Liquidity

$ in millions		Mar 31, 2011		Dec 31, 2010
Cash and Cash Equivalents	$	2,711	$	2,951
Restricted Cash		13		8
Total Cash		**2,724**		**2,959**
Funds Deposited by Counterparties		317		408
Total Cash and Funds Deposited	**$**	**3,041**	**$**	**3,367**
Synthetic LC Availability		**436**		**440**
Revolver Availability		**853**		**853**
Total Liquidity	**$**	**4,330**	**$**	**4,660**
Less: Collateral Funds Deposited		(317)		(408)
Total Current Liquidity	**$**	**4,013**	**$**	**4,252**

Dec. 31, 2010 Cash	**$ 2,959**
Cash flow from operations	216
CapEx	(219)
Share repurchases	(130)
Net debt payments and issuance costs	(83)
Net payments on acquired derivatives	(17)
Other	(2)
March 31, 2011 Cash	**$ 2,724**

~$2.7 billion of cash on hand allows for flexibility in the Company's ongoing Capital Allocation Plan

2011 Guidance Reaffirmed

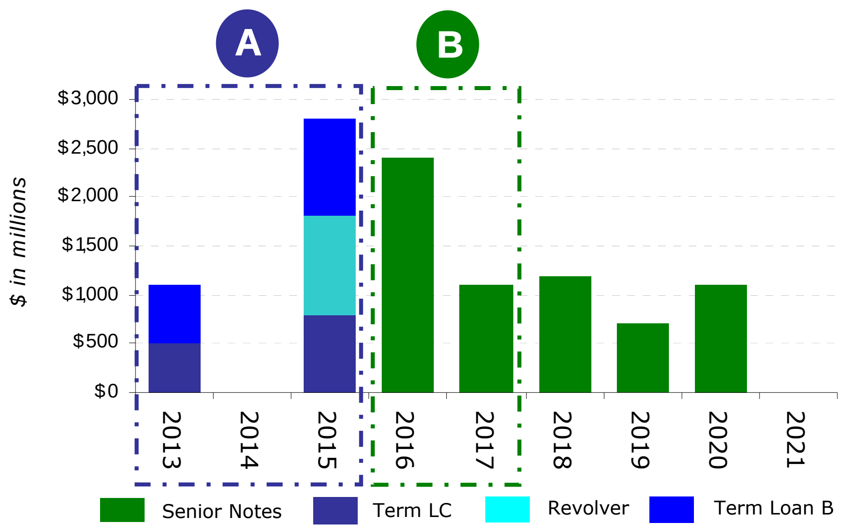
($ in millions)	5/5/2011 Guidance	2/22/2011 Guidance
Wholesale	$1,200-$1,300	$1,200-$1,300
Retail	$480-$570	$480-$570
Green Mountain	$70-$80	$70-$80
Consolidated Adjusted EBITDA	$1,750-$1,950	$1,750-$1,950
Free Cash Flow – before Growth[1]	$1,000-$1,200	$825-$1,025
Free Cash Flow	$450-$650	$150-$350

[1]FCF after maintenance and environmental capex but before growth capex

Increasing free cash flow guidance range while maintaining adjusted EBITDA range, at this time

Simplifying the Capital Structure

Scheduled Debt Maturities at Mar. 31, 2011



Refinancing Transaction

A Restructure $3.9 billion multi-tranche first lien facilities

- Single $2.3 billion revolver
- $1.6 billion Term Loan B facility without excess cash flow sweep

B Expect to refinance senior notes

- $2.4 billion 2016 senior note
- $1.1 billion 2017 senior note

Benefit to NRG stakeholders

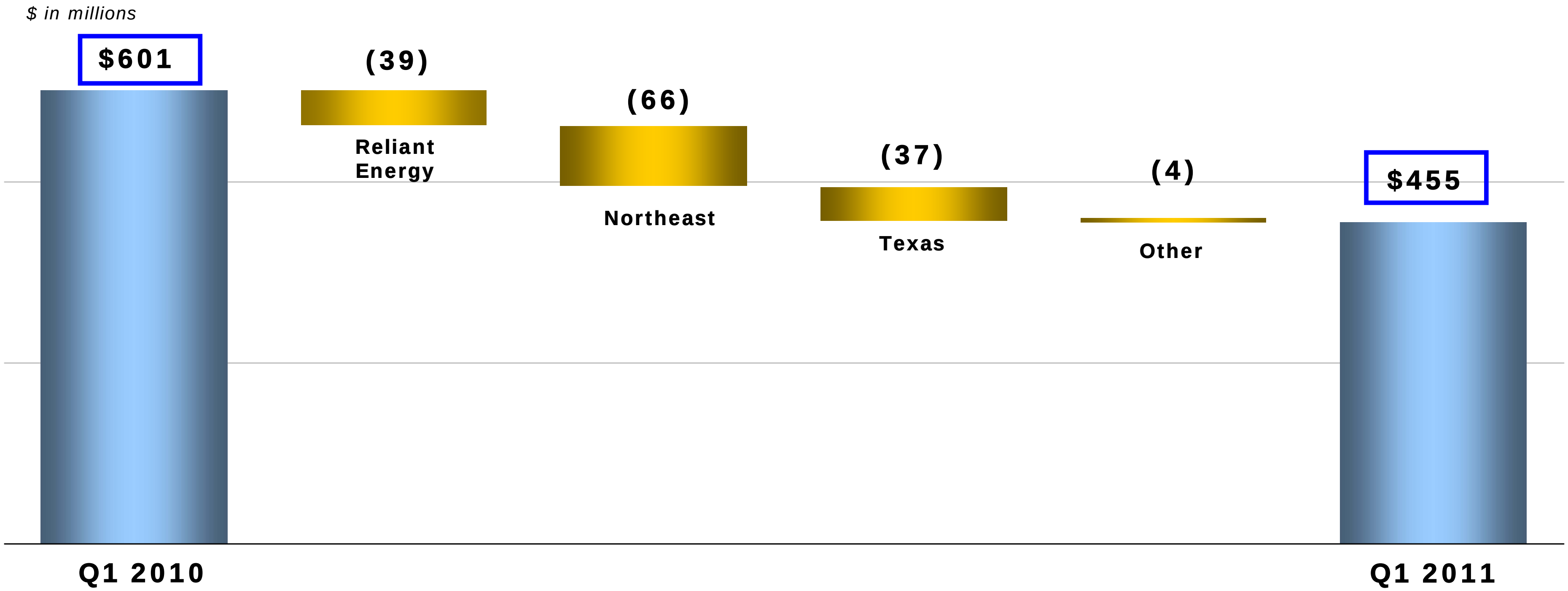
- Extend debt maturity profile
- Align our covenant package throughout the NRG capital structure
  - Enhance Capital Allocation flexibility
  - Eliminate excess cash flow sweep
  - Eliminate investment basket restrictions

The Refinancing will simplify our capital structure, better align covenant packages and extend debt maturities

Summary and Q&A

Appendix

Q1 Adjusted EBITDA – 2011 vs. 2010



Reliant Energy

- Gross margins lower due to:
  - 6% decline in volumes sold, driven by fewer Mass customers quarter over quarter
  - Lower revenue pricing on customer acquisitions and renewals

Northeast

- Lower realized margins due to a 25% decrease in coal generation and lower hedge prices
- Decrease in capacity revenues mainly due to the expiration of the RMR contracts in NEPOOL on May 31, 2010 in addition to decreased LFRM prices and volumes
- Lower operating expenses as 2010 included penalties for the cancellation of environmental work at Indian River Unit 3

Texas

- 15% lower realized margins per MWh resulting from a combination of increased fuel transportation expenses and lower hedge prices
- 2% higher generation driven by a 9% increase in nuclear, 2010 included an outage at Unit 2, and a 35% increase in wind generation, due to the addition of South Trent
- Favorable O&M due to reduced outage work

Other

- Corporate ($12M) – 2010 included the sale of Padoma offset partially by the addition of Green Mountain
- West $4M – higher capacity revenue resulting from additional sales on El Segundo and a price increase on the Encina toll
- South Central $2M – increased merchant activity

Capital Expenditures – Q1 2011 YTD Results

$ in millions	Maintenance	Environmental	Growth Investments incl. *Repowering* NRG	Total
Capital Expenditures, excluding NINA:				
Northeast	$ 1	$ 39	$ -	$ 40
Texas	33	-	1	34
South Central	1	-	-	1
West	1	-	76	77
Reliant Energy	2	-	-	2
Other	4	-	3	7
Accrued CapEx	**$ 42**	**$ 39**	**$ 80**	**$ 161**
Accrual impact	7	6	19	32
Total Cash CapEx	**$ 49**	**$ 45**	**$ 99**	**$ 193**
Energy Technology Ventures	-	-	5	5
Project Funding:				
Indian River bonds	-	(66)	-	(66)
Total Capital Expenditures, net and Investments	**$ 49**	**$ (21)**	**$ 104**	**$ 132**

Note: Above excludes NINA pre-deconsolidation activity of $26 million CapEx and $20 million third party project funding

Capital Expenditures – 2011 Guidance

$ in millions		Maintenance		Environmental		Growth Investments incl. ***Repowering*** NRG		Total
Capital Expenditures, excluding NINA:								
Northeast	$	25	$	164	$	-	$	189
Texas		100		-		29		129
South Central		24		7		-		31
West		12		-		1,982		1,994
Reliant Energy		17		-		-		17
Electric Vehicles		-		-		14		14
IDC/Other		27		14		49		90
Accrued CapEx	**$**	**205**	**$**	**185**	**$**	**2,074**	**$**	**2,464**
Accrual impact		-		-		-		-
Total Cash CapEx	**$**	**205**	**$**	**185**	**$**	**2,074**	**$**	**2,464**
GenConn Equity Investment, net		-		-		60		60
Energy Technology Ventures		-		-		26		26
Purchase of Solar Projects		-		-		156		156
2010 Solar CapEx		-		-		(267)		(267)
Project Funding:								
El Segundo Repowering		-		-		(274)		(274)
Solar		-		-		(1,257)		(1,257)
Indian River bonds		-		(137)		-		(137)
Total Capital Expenditures, net and Investments	**$**	**205**	**$**	**48**	**$**	**518**	**$**	**771**

Note: Above excludes NINA pre-deconsolidation activity of $26 million CapEx and $20 million third party project funding

Adjusted EBITDA by Region – Q1 2011 vs Q1 2010

$ in millions

Segment	Three Months Ended 3/31/11	3/31/10	Change
Retail	$ 151	$ 190	$ (39)
Texas	235	272	(37)
Northeast	10	76	(66)
South Central	28	26	2
West	14	10	4
International	12	12	-
Thermal	10	8	2
Corporate	(5)	7	(12)
Consolidated NRG	**$ 455**	**$ 601**	**$ (146)**

Note: Detailed adjustments by region are shown in Reg. G Schedules

Q1 2011 Generation & Operational Performance Metrics

(MWh in thousands)	2011	2010	Change	%	2011 EAF[1]	2011 NCF[2]	2010 EAF[1]	2010 NCF[2]
Texas	11,357	10,879	478	4	87%	46%	89%	43%
Northeast	2,592	2,389	203	8	89	12	93	14
South Central	3,846	3,178	668	21	95	45	90	42
West	34	69	(35)	(51)	84	4	76	4
Total	**17,829**	**16,515**	**1,314**	**8**	**89%**	**32%**	**89%**	**31%**

(MWh in thousands)	2011	2010	Change	%	2011 EAF[1]	2011 NCF[2]	2010 EAF[1]	2010 NCF[2]
Texas Nuclear	2,579	2,374	205	9	100%	102%	92%	94%
Texas Coal	7,089	7,013	76	1	86	79	86	78
NE Coal	1,747	2,322	(575)	(25)	91	45	94	58
SC Coal	2,890	2,618	272	10	93	90	85	81
Baseload	**14,305**	**14,327**	**(22)**	**(0)**	**90%**	**78%**	**88%**	**77%**
Solar	12	12	-	-	n/a	n/a	n/a	n/a
Wind	272	201	71	35	n/a	32	n/a	32
Intermittent	**284**	**213**	**71**	**33**	**n/a**	**32%**	**n/a**	**32%**
Oil	27	14	13	93	99%	1%	94%	1%
Gas - Texas	720	838	(118)	(14)	84	7	91	7
Gas - NE	258	53	205	387	87	3	92	1
Gas - SC[3]	1,107	24	1,083	4,513	95	19	95	1
Gas - West	22	57	(35)	(61)	84	4	76	4
Intermediate/Peaking	**2,134**	**986**	**1,148**	**116**	**88%**	**7%**	**90%**	**4%**
Purchased Power	**1,106**	**989**	**117**	**12**				
Total	**17,829**	**16,515**	**1,314**	**8**				

1 Equivalent Availability Factor

2 Net Capacity Factor

3 SC Gas Generation increase driven by the acquisition of Cottonwood

Q1 2011 Fuel Statistics

1st Quarter

Domestic		2011		2010
Cost of Gas ($/mmBTU)	$	4.43	$	5.23
Coal Consumed (mm Tons)		7.5		7.4
PRB Blend		85%		84%
Northeast		78%		70%
South Central		100%		100%
Texas		80%		81%
Coal Costs ($/mmBTU)	$	2.16	$	2.02
Coal Costs ($/Tons)	$	35.22	$	33.49

Environmental Capital Plan

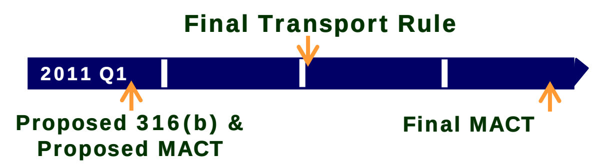
Coal Controls

Plant	Coal Type	SO2 / Acid Gas	NOx	Mercury	Status
Huntley & Dunkirk	PRB	DSI ☑	SNCR ☑	ACI/FF ☑	Full controls
Indian River 4	Bit	Dry Scrub ✓	SCR ✓	ACI/ESP/FF ☑	Full controls
Big Cajun II	PRB	Co-benefit FF ✓	LNB/OFA ☑	ACI/FF ✓	Awaiting final rule
Limestone	Blend PRB/Lig	Wet Scrub ☑	SNCR ✓	ACI/Scrub ✓	Full controls
Parish 5-7	PRB	Co-benefit FF ☑	SCR ☑	ACI/FF ✓	Awaiting final rule
Parish 8	PRB	Wet Scrub ☑	SCR ☑	ACI/FF ✓	

ACI- Activated Carbon Injection **DSI**- Dry Sorbent Injection with trona **ESP**- Electrostatic Precipitator
FF- Fabric Filter **LNB**- Low NOx Burner **OFA**- Over Fire Air **SCR**- Selective Catalytic Reduction
SNCR- Selective Non-Catalytic Reduction
Coal Types: **Bit**-Bituminous **Lig**-Lignite **PRB**- Powder River Basin
☑ **Installed** ✓**current capex**

EPA Rulemaking

- **CATR (SO2 & NOx)** *final July*
- **HAP MACT (mercury and acid gas)** *proposed mid-March, final Nov 2011*
- **EPA 316(b) (once thru cooling)** *proposed end of March, final late 2012*
- **CCR (Coal Ash)** *final 2013*



~$720 million environmental investment 2011-2015
- Tailored to meet expected environmental regulation
- 85% of NRG's coal consumption is low sulfur, low chloride PRB

NRG Solar Portfolio

Project	Net[1] MW_{AC}	PPA Offtaker (Rating)	PPA Term	Technology (Provider)	Expected COD
Agua Caliente	290	PG&E (A3 / BBB+)	25 years	PV (First Solar)	2012-14
CVSR	250	PG&E (A3 / BBB+)	25 years	PV (SunPower)	2011-13
Ivanpah	193	PG&E and Southern California Edison (A3 / BBB+)	20 – 25 years	CSP (BrightSource) [2]	2013
Alpine	33	PG&E (A3 / BBB+)	20 years	PV (TBD) [2]	Q3 2012
Borrego	26	San Diego Gas & Electric (A2 / A)	25 years	PV (TBD)	Q3 2012
Green Valley	25	Tucson Electric (Baa3 / BB+)	20 years	PV (TBD)	Q3 2012
Avenal	23	PG&E (A3 / BBB+)	20 years	PV (Sharp) [2]	Q2 2011
Blythe	21	Southern California Edison (A3 / BBB+)	20 years	PV (First Solar)	Operating Q4 2009[3]
Roadrunner	20	El Paso Electric (Baa2 / BBB)	20 years	PV (First Solar)	Q3 2011
Total	**881**				

Notes:
1. Net after station service and losses
2. Equity partners are BrightSource and one other partner on Ivanpah and a strategic partner on Alpine and Avenal.
3. COD on December 2009

Simplifying the Covenant Package

Indentures (2016 and 2017 Notes)

Based on GAAP net income and currently drives RP capacity limitations; Governed by increases in net income

Adders to RP:
+ Issuance of stock
+ Issuance of convertible preferred

Deductions to RP:
– Payments of dividends
– Repurchases of stock
– Payment of dividends on new preferred

Items that do not increase basket
- Asset Sales (Gains or Losses)

RP Growth Parameter
- 50% of Net Income

Current Credit Agreement

Based on corporate cash flows[1]

Adders to RP:
+ Issuance of stock for cash proceeds
+ Issuance of convertible preferred

Deductions to RP:
– Payments of dividends
– Repurchases of stock
– Payment of dividends on new preferred

RP Growth Parameter
- Currently 50% of cash flow (dependent on Debt/EBITDA)

Covenant Package:
- Investment Basket
- Capex limitations
- Excess Cash Flow sweep - 50% of cash flow (dependent on Debt/EBITDA)

Indentures (2018, 2019 and 2020 Notes)

Based on EBITDA and currently drives RP capacity limitations; Governed by increases in EBITDA

Adders to RP:
+ Issuance of stock
+ Issuance of convertible preferred

Deductions to RP:
– Payments of dividends
– Repurchases of stock
– Payment of dividends on new preferred

Items that do not increase basket
- Asset Sales (Gains or Losses)

RP Growth Parameter
- EBITDA less 1.4x interest expense

"New" Credit Agreement

Matches the 2018, 2019 and 2020 Note Indentures

Adders to RP:
+ Issuance of stock
+ Issuance of convertible preferred

Deductions to RP:
– Payments of dividends
– Repurchases of stock
– Payment of dividends on new preferred

RP Growth Parameter
- EBITDA less 1.4x interest expense

Covenant Package:
- No Investment Basket
- No Capex limitations
- No Excess Cash Flow sweep
- Retain maintenance covenants only – Debt/EBITDA and EBITDA/Interest

[1] Cash flow defined as: cash from operations, less maintenance and environmental CapEx, less net investment in growth CapEx, less principal payments

Forecast Non-Cash Contract Amortization Schedules: 2010-2013

NRG

($M)	2010					2011				
Revenues	Q1A	Q2A	Q3A	Q4A	Year	Q1A	Q2E	Q3E	Q4E	Year
Power contracts / gas swaps[1]	8	7	32	(4)	43	(33)	(26)	(5)	(35)	(99)
Fuel Expense	Q1A	Q2A	Q3A	Q4A	Year	Q1A	Q2E	Q3E	Q4E	Year
Fuel out-of-market contracts[2]	13	11	12	9	45	6	3	1	3	13
Fuel in-the-market contracts[3]	1	1	3	4	9	1	1	3	1	6
Emission Allowances (Nox and SO2)	12	15	12	12	51	13	14	15	14	56
Total Net Expenses	0	5	3	7	15	8	12	17	12	49

Increase / (Decreases) Revenue

Reduce Cost

Increase Cost

Increase Cost

($M)	2012					2013				
Revenues	Q1E	Q2E	Q3E	Q4E	Year	Q1E	Q2E	Q3E	Q4E	Year
Power contracts / gas swaps[1]	(32)	(25)	(11)	(28)	(96)	(16)	(12)	(3)	(1)	(32)
Fuel Expense	Q1E	Q2E	Q3E	Q4E	Year	Q1E	Q2E	Q3E	Q4E	Year
Fuel out-of-market contracts[2]	2	1	1	3	7	1	1	0	0	2
Fuel in-the-market contracts[3]	2	1	3	1	7	2	2	3	1	8
Emissions allowances (Nox and SO2)	8	9	9	9	35	9	9	9	9	36
Total Net Expenses	8	9	11	7	35	10	10	12	10	42

Increase / (Decreases) Revenue

Reduce Cost

Increase Cost

Increase Cost

[1] Amortization of power contracts occurs in the revenue line

[2] Amortization of fuel and energy supply contracts occurs in the fuel and energy supply cost line; includes coal

[3] Amortization of fuel and energy supply contracts occurs in the fuel and energy supply cost line; includes coal, nuclear, and gas

Note: Detailed discussion of the above referenced in-the-money and out-of-the money contracts can be found in the NRG 2010 10K

Capacity Revenue Sources: Generation Asset Overview

In addition to our baseload hedging program, NRG revenues and free cash flows benefit from capacity sources originating from either market clearing capacity prices, Resource Adequacy (RA) contracts, power purchase agreement (PPA) contracts, and tolling arrangements. The ERCOT (Texas) region does not have a capacity market. In South Central,[3] NRG earns significant capacity revenue from its long-term contracts. As of March 31, 2011, NRG had long-term all-requirements contracts with 10 Louisiana distribution cooperatives with initial terms ranging from ten to twenty-five years. Of the ten contracts, seven expire in 2025 and account for 56% of contract load, while the remaining three expire in 2014 and comprise 44% of contract load. During 2009, NRG successfully executed all-requirements contracts with three Arkansas municipalities with service start dates as early as April 2010. These new contracts account for over 500 MW of total load obligations for NRG and the South Central region. The table below reflects the plants and relevant capacity revenue sources for the Northeast, West and Thermal business segments:

Region and Plant	Zone	MW	Sources of Capacity Revenues: Market Capacity, PPA, and Tolling Arrangements	Tenor
NEPOOL (ISO NE):				
Devon	SWCT	135	LFRM/FCM[1]	
Connecticut Jet Power	SWCT	140	LFRM/FCM[1]	
Montville	CT – ROS	500	FCM[2]	RMR ended June 2010
GenConn Devon	SWCT	95	FCM[9]	
Middletown	CT – ROS	770	FCM[2]	RMR ended June 2010
Norwalk Harbor	SWCT	340	FCM[2]	RMR ended June 2010
PJM:				
Indian River	PJM - East	580[4]	DPL- South	
Vienna	PJM – East	170	DPL- South	
Conemaugh	PJM – West	65	PJM- MAAC	
Keystone	PJM – West	65	PJM- MAAC	
New York (NYISO):				
Oswego	Zone C	1,635	UCAP - ROS	
Huntley	Zone A	380	UCAP - ROS	
Dunkirk	Zone A	530	UCAP - ROS	
Astoria Gas Turbines	Zone J	550	UCAP - NYC	
Arthur Kill	Zone J	865	UCAP - NYC	
California (CAISO):				
Encina	SP-15	965	Toll	Expires 12/31/2011
Cabrillo II	SP-15	190	RA Capacity[5]	
El Segundo	SP-15	670	RA Capacity	RA on portion of the plant[8]
Long Beach	SP-15	260	Toll[6]	Expires 8/1/2017
Blythe	SP-15	20	PPA[7]	Expires 12/31/2029
Thermal:				
Dover	PJM - East	103	DPL- South	
Paxton Creek	PJM - West	12	PJM- MAAC	

1. LFRM payments are net of any FCM payments received.
2. RMR agreements expired June 1, 2010, the first day of the First Installed Capacity Commitment Period of the Forward Capacity Market
3. South Central includes Rockford I and II, which is in PJM and receives capacity payments at the RPM wholesale market clearing price for the RPM RTO region.
4. Indian River Unit 1 was retired on May 1, 2011 and Indian River Unit 2 was retired on May 1, 2010, which is reflected in the 580 MW capacity value. On February 3, 2010, NRG and DNREC announced a proposed plan to retire the 155MW Unit 3 by December 31, 2013.
5. RA contracts cover the entire Cabrillo II portfolio through 2010 and 2011 (RA contracts for 88 MW run through November 30, 2013)
6. NRG has purchased back energy and ancillary service value of the toll through July 31, 2011. Toll expires August 1, 2017
7. Blythe reached commercial operation on December 18, 2009 and sells all its capacity under a 20-year full-requirements PPA
8. El Segundo includes approximately 335 MW and 596 MW of RA contracts for 2010 and 2011, respectively.
9. GenConn Devon’s energy and capacity are sold pursuant to a 30 year cost of service type contact with the Connecticut Light and Power Company under which FCM and LFRM revenues are netted against amounts received

Appendix:
Reg. G Schedules

Reg. G: YTD Q1 2011 Free Cash Flow

$ in millions		Mar 31, 2011		Mar 31, 2010		Variance
Adjusted EBITDA, excl. MtM	**$**	**455**	**$**	**601**	**$**	**(146)**
Interest payments		(274)		(269)		(5)
Income tax		(1)		1		(2)
Collateral		176		(172)		348
Working capital/Other assets & liabilities		(140)		(47)		(93)
Cash flow from operations	**$**	**216**	**$**	**114**	**$**	**102**
Reclassifying of receipts (payments) of financing element of acquired derivatives		(17)		13		(30)
Adjusted Cash flow from operations	**$**	**199**	**$**	**127**	**$**	**72**
Maintenance CapEx		(49)		(69)		20
Environmental CapEx, net		21		(38)		59
Preferred dividends		(2)		(2)		-
Free cash flow - before growth investments	**$**	**169**	**$**	**18**	**$**	**151**
Growth investments, net		(79)		(1)		(78)
Solar investments, net		(25)		-		(25)
NINA capital calls		(7)		(86)		79
Free cash flow	**$**	**58**	**$**	**(69)**	**$**	**127**

Note: see Appendix slide 21 for a Capital Expenditure reconciliation

Reg. G: 2011 Guidance

$ in millions	5/5/2011 Guidance	2/22/2011 Guidance
Wholesale	$1,200-$1,300	$1,200-$1,300
Retail	480-570	480-570
Green Mountain	70-80	70-80
Consolidated adjusted EBITDA	**$1,750-$1,950**	**$1,750-$1,950**
Interest Payments	(776)	(677)
Income Tax	(50)	(50)
Collateral	176	-
Working capital/other	167	177
Cash from flow operations	**$1,250-$1,450**	**$1,150-$1,350**
Maintenance CapEx	(205)	(190)
Environmental CapEx, net	(48)	(108)
Preferred Dividends	(9)	(9)
Free cash flow - before growth investments	**$1,000-$1,200**	**$825-$1,025**
Growth investments, net	(181)	(219)
Solar investments, net	(337)	(371)
NINA capital calls	(26)	(50)
Free cash flow	**$450 -$650**	**$150 -$350**

Note: see Appendix slide 22 for a Capital Expenditure reconciliation

Reg. G

Appendix Table A-1: First quarter 2011 Regional Adjusted EBITDA Reconciliation

The following table summarizes the calculation of adjusted EBITDA and provides a reconciliation to net income

($ in millions)	Reliant Energy	Texas	Northeast	South Central	West	International	Thermal	Corporate	Total
Net Income / (Loss)	$ 272	$ 7	$ (32)	$ 14	$ 13	$ 8	$ 5	$ (547)	$ (260)
Plus:									
Income Tax	-	-	-	-	-	2	-	(107)	(105)
Interest Expense	1	(12)	16	10	1	2	2	145	165
Amortization of Finance Costs	-	-	-	-	-	-	-	7	7
Amortization of Debt (Discount)/Premium	-	-	-	1	-	-	-	-	1
Depreciation Expense	24	122	29	20	3	-	3	4	205
ARO Accretion Expense	-	1	-	-	1	-	-	-	2
Amortization of Power Contracts	42	-	-	(5)	-	-	-	10	47
Amortization of Fuel Contracts	(4)	1	-	-	-	-	-	(1)	(4)
Amortization of Emission Allowances	-	14	-	-	-	-	-	-	14
Loss on Debt Extinguishment	-	-	-	-	-	-	-	28	28
EBITDA	$ 335	$ 133	$ 13	$ 40	$ 18	$ 12	$ 10	$ (461)	$ 100
Asset Write offs and Impairments	-	-	-	-	-	-	-	481	481
Less: MTM Forward Position Accruals	108	(49)	(1)	7	4	-	-	15	84
Add: Prior Period MtM Reversals	(76)	58	(6)	(5)	-	-	-	(10)	(39)
Less: Hedge Ineffectiveness	-	5	(2)	-	-	-	-	-	3
Adjusted EBITDA, excluding MtM	$ 151	$ 235	$ 10	$ 28	$ 14	$ 12	$ 10	$ (5)	$ 455

Reg. G

Appendix Table A-2: First quarter 2010 Regional Adjusted EBITDA Reconciliation
The following table summarizes the calculation of adjusted EBITDA and provides a reconciliation to net income

($ in millions)	Reliant Energy	Texas	Northeast	South Central	West	International	Thermal	Corporate	Total
Net Income / (Loss)	(188)	375	52	(4)	6	8	4	(195)	58
Plus:									
Income Tax	-	-	-	-	-	2	-	63	65
Interest Expense	1	(13)	13	10	-	2	1	130	144
Amortization of Finance Costs	-	-	-	-	-	-	-	6	6
Amortization of Debt (Discount)/Premium	-	-	-	2	-	-	-	1	3
Depreciation Expense	30	117	32	16	3	-	2	2	202
ARO Accretion Expense	-	1	(4)	-	1	-	-	-	(2)
Amortization of Power Contracts	69	(2)	-	(5)	-	-	-	-	62
Amortization of Fuel Contracts	(10)	(2)	-	-	-	-	-	-	(12)
Amortization of Emission Allowances	-	12	-	-	-	-	-	-	12
EBITDA	(98)	488	93	19	10	12	7	7	538
Less: MTM Forward Position Accruals	(375)	238	38	(12)	-	-	-	-	(111)
Add: Prior Period MtM Reversals	(87)	22	19	(5)	-	-	1	-	(50)
Less: Hedge Ineffectiveness	-	-	(2)	-	-	-	-	-	(2)
Adjusted EBITDA, excluding MtM	190	272	76	26	10	12	8	7	601

Reg. G

- EBITDA and adjusted EBITDA are non GAAP financial measures. These measurements are not recognized in accordance with GAAP and should not be viewed as an alternative to GAAP measures of performance. The presentation of adjusted EBITDA should not be construed as an inference that NRG's future results will be unaffected by unusual or non-recurring items.

- EBITDA represents net income before interest, taxes, depreciation and amortization. EBITDA is presented because NRG considers it an important supplemental measure of its performance and believes debt-holders frequently use EBITDA to analyze operating performance and debt service capacity. EBITDA has limitations as an analytical tool, and you should not consider it in isolation, or as a substitute for analysis of our operating results as reported under GAAP. Some of these limitations are:
  - EBITDA does not reflect cash expenditures, or future requirements for capital expenditures, or contractual commitments;
  - EBITDA does not reflect changes in, or cash requirements for, working capital needs;
  - EBITDA does not reflect the significant interest expense, or the cash requirements necessary to service interest or principal payments, on debt or cash income tax payments;
  - Although depreciation and amortization are non-cash charges, the assets being depreciated and amortized will often have to be replaced in the future, and EBITDA does not reflect any cash requirements for such replacements; and
  - Other companies in this industry may calculate EBITDA differently than NRG does, limiting its usefulness as a comparative measure.

- Because of these limitations, EBITDA should not be considered as a measure of discretionary cash available to use to invest in the growth of NRG's business. NRG compensates for these limitations by relying primarily on our GAAP results and using EBITDA and adjusted EBITDA only supplementally. See the statements of cash flow included in the financial statements that are a part of this news release.

- Adjusted EBITDA is presented as a further supplemental measure of operating performance. Adjusted EBITDA represents EBITDA adjusted for gains or losses on the sales of equity method investments; currency loss; Exelon defense costs, and Reliant retail acquisition and integration costs; and factors which we do not consider indicative of future operating performance. The reader is encouraged to evaluate each adjustment and the reasons NRG considers it appropriate for supplemental analysis. As an analytical tool, adjusted EBITDA is subject to all of the limitations applicable to EBITDA. In addition, in evaluating adjusted EBITDA, the reader should be aware that in the future NRG may incur expenses similar to the adjustments in this news release.

- Adjusted cash flow from operating activities is a non-GAAP measure NRG provides to show cash from operations with the reclassification of net payments of derivative contracts acquired in business combinations from financing to operating cash flow. The Company provides the reader with this alternative view of operating cash flow because the cash settlement of these derivative contracts materially impact operating revenues and cost of sales, while GAAP requires NRG to treat them as if there was a financing activity associated with the contracts as of the acquisition dates.

- Free cash flow is cash flow from operations less capital expenditures, preferred stock dividends and repowering capital expenditures net of project funding and is used by NRG predominantly as a forecasting tool to estimate cash available for debt reduction and other capital allocation alternatives. The reader is encouraged to evaluate each of these adjustments and the reasons NRG considers them appropriate for supplemental analysis. Because we have mandatory debt service requirements (and other non-discretionary expenditures) investors should not rely on adjusted cash flow from operating activities or free cash flow as a measure of cash available for discretionary expenditures.