

NRG ENERGY INC
Form 8-K
December 19, 2003

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SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of
the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported)

December 17, 2003

NRG Energy, Inc.

(Exact name of registrant as specified in its charter)

Delaware

(State or other jurisdiction of incorporation)

001-15891

(Commission File Number)

41-1724239

(IRS Employer
Identification No.)

**901 Marquette Avenue, Suite 2300 Minneapolis,
MN**

(Address of principal executive offices)

55402

(Zip Code)

Registrant's telephone number, including area code

612-373-5300

(Former name or former address, if changed since last report)

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Item 5. Other Events and Regulation FD Disclosure.

Item 7. Financial Statements and Exhibits.

SIGNATURES

EX-99.1 Press Release

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Item 5. Other Events and Regulation FD Disclosure.

On December 17, 2003 NRG Energy Inc. (NRG) announced that it has completed the calculations regarding the initial distribution that its Class 5 (NRG Unsecured Claims) and Class 6 (NRG-Power Marketing Inc. Unsecured Claims) creditors can expect to receive on a hypothetical allowed claim of \$1,000.00.

Item 7. Financial Statements and Exhibits.

The following exhibits are filed with this report on Form 8-K:

| Exhibit No. | Description |
|--------------------|--|
| 99.1 | Press Release dated December 17, 2003. |

Certain statements included in this Form 8-K are 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 above include, but are not limited to, calculation of the estimated value of the amount to be received by creditors, NRG's possible election to monetize the new 10 percent NRG senior notes, and the possible distribution of an additional \$125 million if the exit financing transactions are consummated. Although NRG believes that its expectations are reasonable, it can give no assurance that these expectations will prove to have been correct. Factors that could cause the results to differ materially from those contemplated in the forward-looking statements above include, among others, the possibility that common stock and senior notes will not have the value necessary to result in the initial recovery percentage, the possibility that NRG will not elect to monetize the senior notes, and the possibility that the exit financing will not be consummated.

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 news release should not be construed as exhaustive. For more information regarding risks and uncertainties that may affect NRG's future results, review NRG's filings with the Securities and Exchange Commission.

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SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

NRG Energy, Inc.
(Registrant)

By /s/ Scott J. Davido

Scott J. Davido
Senior Vice President and
General Counsel

Dated: December 18, 2003