

NRG ENERGY INC  
Form 8-K  
May 03, 2004

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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) May 3, 2004

**NRG Energy, Inc.**

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(Exact name of registrant as specified  
in its charter)

**Delaware**

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(State or other jurisdiction of  
incorporation)

**001-15891**

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**41-1724239**

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(Commission File Number)

(IRS Employer  
Identification No.)

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

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**55402**

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(Address of principal executive  
offices)

(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**

On May 3, 2004, NRG Energy, Inc. ( NRG ) announced that it has initiated a search for a new independent auditor because PricewaterhouseCoopers LLP will not be standing for re-elections as the Company's independent auditor for the year ended December 31, 2004.

**Item 7. Financial Statements and Exhibits**

- (a) Financial Statements of business acquired: Not Applicable
- (b) Pro Forma Financial Information: Not Applicable
- (c) Exhibits

99.1 Press Release dated May 3, 2004

This Form 8-K 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. Such forward-looking statements are subject to certain risks, uncertainties and assumptions and include, but are not limited to the scheduled issuance of first quarter 2004 financial results, the engagement of a new auditor and typically can be identified by the use of words such as expect, estimate, anticipate, forecast, plan, believe and similar terms. 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, delays in the finalization of first quarter 2004 financial results and the engagement of a new auditor.

NRG undertakes no obligation to update or revise any forward-looking statements, whether as a result of new information, future events or otherwise. 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 Form 8-K should be read in conjunction with the risks and uncertainties that may affect NRG's future results contained in NRG's filings with the Securities and Exchange Commission at [www.sec.gov](http://www.sec.gov).

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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/ Timothy W.J. O'Brien  
Timothy W.J. O'Brien  
Vice President and General Counsel

Dated: May 3, 2004

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<b>Exhibit Number</b>	<b>Document</b>
99.1	Press Release dated May 3, 2004