

# AMENDED

Form **8937**  
(December 2017)  
Department of the Treasury  
Internal Revenue Service

## Report of Organizational Actions Affecting Basis of Securities

OMB No. 1545-0123

▶ See separate instructions.

### Part I Reporting Issuer

1 Issuer's name <u>Clearway Energy, Inc</u>		2 Issuer's employer identification number (EIN) <u>46-1777204</u>	
3 Name of contact for additional information <u>Investor Relations</u>	4 Telephone No. of contact <u>(609) 608-1525</u>	5 Email address of contact <u>Investor.Relations@clearwayenergy.com</u>	
6 Number and street (or P.O. box if mail is not delivered to street address) of contact <u>300 Carnegie Center, Suite 300</u>		7 City, town, or post office, state, and ZIP code of contact <u>Princeton, NJ 08540</u>	
8 Date of action <u>December 31, 2023</u>	9 Classification and description		
10 CUSIP number <u>A-62942x306;C-62941x405</u>	11 Serial number(s)	12 Ticker symbol <u>CWEN</u>	13 Account number(s)

### Part II Organizational Action Attach additional statements if needed. See back of form for additional questions.

14 Describe the organizational action and, if applicable, the date of the action or the date against which shareholders' ownership is measured for the action ▶ Clearway Energy, Inc ("CWEN") made quarterly cash distributions to its Class A and Class C common stockholders during the December 31, 2023 year-end. Refer to the attached schedule for the classification of the cash distributions made during the year.

15 Describe the quantitative effect of the organizational action on the basis of the security in the hands of a U.S. taxpayer as an adjustment per share or as a percentage of old basis ▶ Distributions paid in excess of current and accumulated earnings and profits ("E&P") of a corporation reduce the basis of the shares of the corporation pursuant to Internal Revenue Code ("IRC") Sections 301(c)(2) and 316(a).

During the year-ended December 31, 2023, CWEN made quarterly cash distributions to the holders of its Class A and Class C common stock. Based on the financial data currently available, a portion of the CWEN cash distributions are a non-taxable return of capital (to the extent a shareholder has sufficient basis in their stock). Refer to the attached schedule detailing the classification of the quarterly distribution per share.

The analysis is based on currently available financial data. An amended form will be filed should the E&P analysis change.

16 Describe the calculation of the change in basis and the data that supports the calculation, such as the market values of securities and the valuation dates ▶ At this time, and based upon reasonable assumptions by CWEN, the amount of the distributions paid per Class A and Class C common stock that should reduce the basis of each share of Class A and Class C common stock held by each shareholder on the date of payment is reported on the attached supporting schedule. CWEN began the 2023 calendar year with a positive E&P balance, but has calculated an E&P deficit during the year, resulting in the change in classification of the cash distributions.

If these assumptions turn out to be incorrect, CWEN will file a corrected Form 8937 within 45 days of such determination.

**Part II** Organizational Action *(continued)*

**17** List the applicable Internal Revenue Code section(s) and subsection(s) upon which the tax treatment is based ▶ \_\_\_\_\_

IRC Section 316

IRC Section 301(c)

**18** Can any resulting loss be recognized? ▶ The organizational actions do not result in recognition of loss for U.S. Federal Income Tax purposes.

**19** Provide any other information necessary to implement the adjustment, such as the reportable tax year ▶ The reportable year is 2023. Class A and Class C common stock shareholders should reduce (but not below zero) the basis of their Class A and Class C common stock that relates to the distribution received by the pro rata share of the amount of the distribution that is not treated as a dividend under IRC Section 301(c)(1).

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than officer) is based on all information of which preparer has any knowledge.

**Sign Here**  
Signature ▶  Date ▶ 1/14/2025

Print your name ▶ Sarah Rubenstein Title ▶ Chief Financial Officer

<b>Paid Preparer Use Only</b>	Print/Type preparer's name	Preparer's signature	Date	Check <input type="checkbox"/> if self-employed	PTIN
	Firm's name ▶				Firm's EIN ▶
	Firm's address ▶				Phone no.

Clearway Energy Inc  
Classification of cash distributions - AMENDED  
December 31, 2023 year-end

Record Date	Declaration Date	Payable Date	Classification	Amended Form 8937		Originally Filed Form 8937		Change Cash Distribution per Share
				Cash Distribution per Share	Cash Distribution Percentage	Cash Distribution per Share	Cash Distribution Percentage	
03/01/23	02/15/23	03/15/23	Ordinary dividend	\$ 0.3745	100.0000%	\$ 0.3745	100.0000%	\$ -
			Return of Capital	\$ -	0.0000%	\$ -	0.0000%	\$ -
			Total Distribution	<u>\$ 0.3745</u>		<u>\$ 0.3745</u>		<u>\$ -</u>
06/01/23	05/03/23	06/15/23	Ordinary dividend	\$ 0.0935	24.4843%	\$ 0.1974	51.6946%	\$ (0.1039)
			Return of Capital	\$ 0.2883	75.5157%	\$ 0.1844	48.3054%	\$ 0.1039
			Total Distribution	<u>\$ 0.3818</u>		<u>\$ 0.3818</u>		<u>\$ -</u>
09/01/23	08/07/23	09/15/23	Ordinary dividend	\$ -	0.0000%	\$ -	0.0000%	\$ -
			Return of Capital	\$ 0.3891	100.0000%	\$ 0.3891	100.0000%	\$ -
			Total Distribution	<u>\$ 0.3891</u>		<u>\$ 0.3891</u>		<u>\$ -</u>
12/01/23	11/01/23	12/15/23	Ordinary dividend	\$ -	0.0000%	\$ -	0.0000%	\$ -
			Return of Capital	\$ 0.3964	100.0000%	\$ 0.3964	100.0000%	\$ -
			Total Distribution	<u>\$ 0.3964</u>		<u>\$ 0.3964</u>		<u>\$ -</u>