

Report of Organizational Actions Affecting Basis of Securities

OMB No. 1545-0123

► See separate instructions.

Part I Reporting Issuer

1 Issuer's name Clearway Energy, Inc		2 Issuer's employer identification number (EIN) 46-1777204	
3 Name of contact for additional information Investor Relations	4 Telephone No. of contact (609) 608-1525	5 Email address of contact Investor.Relations@clearwayenergy.com	
6 Number and street (or P.O. box if mail is not delivered to street address) of contact 300 Carnegie Center, Suite 300		7 City, town, or post office, state, and ZIP code of contact Princeton, NJ 08540	
8 Date of action December 31, 2023		9 Classification and description	
10 CUSIP number A-62942x306;C-62941x405	11 Serial number(s)	12 Ticker symbol CWEN	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 ► As part of the organizational actions, 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 expected to be a non-taxable return of capital. Refer to the attached schedule detailing the classification of the quarterly distribution per share.

The analysis is based on currently available financial data, which may be different following the filing of the company corporate income tax return. 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.

The analysis was prepared pursuant to the applicable Treasury Regulations under IRC Section 6045B. 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 ►

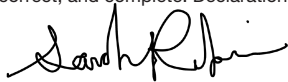
IRC Section 316

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 may need to reduce the basis of their Class A and Class C common stock held on the date by the pro rata share of the amount of the distribution.**Sign Here**

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.

Signature ►



Date ► 12/14/2023

Print your name ► Sarah Rubenstein

Title ► Chief Financial Officer

Paid Preparer Use Only

Print/Type preparer's name

Preparer's signature

Date

Check ☐ if self-employed

PTIN

Firm's name ►

Firm's EIN ►

Firm's address ►

Phone no.

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

Record Date	Declaration Date	Payable Date	Classification	Cash Distribution per Share	Cash Distribution Percentage
03/01/23	02/15/23	03/15/23	Ordinary dividend	\$ 0.3745	100.0000%
			Return of Capital	\$ -	0.0000%
			Total Distribution	<u>\$ 0.3745</u>	
06/01/23	05/03/23	06/15/23	Ordinary dividend	\$ 0.1974	51.6946%
			Return of Capital	\$ 0.1844	48.3054%
			Total Distribution	<u>\$ 0.3818</u>	
09/01/23	08/07/23	09/15/23	Ordinary dividend	\$ -	0.0000%
			Return of Capital	\$ 0.3891	100.0000%
			Total Distribution	<u>\$ 0.3891</u>	
12/01/23	11/01/23	12/15/23	Ordinary dividend	\$ -	0.0000%
			Return of Capital	\$ 0.3964	100.0000%
			Total Distribution	<u>\$ 0.3964</u>	