

GenOn Energy, Inc.  
Form 8-K  
May 11, 2012

---

UNITED STATES  
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 9, 2012

GenOn Energy, Inc.

(Exact name of registrant as specified in its charter)

Delaware

1-16455

76-0655566

(State or other jurisdiction  
of incorporation)

(Commission  
File Number)

(I.R.S. Employer  
Identification No.)

1000 Main Street, Houston, Texas

77002

(Address of principal executive offices)

(Zip Code)

Registrant's telephone number, including area code:

832-357-3000

Not Applicable

Former name or former address, if changed since last report

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Top of the Form**Item 5.07 Submission of Matters to a Vote of Security Holders.**

GenOn Energy, Inc.'s Annual Meeting of Stockholders was held on May 9, 2012 in Pittsburgh, Pennsylvania. The following matters were submitted to a vote of GenOn Energy's stockholders:

(1) Votes regarding the election of the directors to serve until the next annual meeting of stockholders were as follows:

| Director            | For         | Against    | Abstain | Broker Non-Votes |
|---------------------|-------------|------------|---------|------------------|
| E. Spencer Abraham  | 634,614,118 | 2,727,425  | 907,249 | 63,377,155       |
| Terry G. Dallas     | 634,732,155 | 2,659,133  | 857,504 | 63,377,155       |
| Thomas H. Johnson   | 622,389,493 | 15,010,137 | 849,162 | 63,377,155       |
| Steven L. Miller    | 595,899,182 | 41,501,152 | 848,458 | 63,377,155       |
| Elizabeth A. Moler  | 635,034,806 | 2,635,009  | 578,977 | 63,377,155       |
| Edward R. Muller    | 628,074,587 | 9,258,692  | 915,513 | 63,377,155       |
| Robert C. Murray    | 634,632,822 | 2,764,521  | 851,449 | 63,377,155       |
| Laree E. Perez      | 607,426,417 | 30,225,048 | 567,327 | 63,377,155       |
| Evan J. Silverstein | 607,084,947 | 30,292,844 | 871,001 | 63,377,155       |
| William L. Thacker  | 595,073,921 | 42,326,061 | 848,810 | 63,377,155       |

(2) Votes regarding ratification of the Audit Committee's selection of KPMG LLP as GenOn Energy's independent auditors for fiscal year 2012 were as follows:

| For         | Against   | Abstain   | Broker Non-Votes |
|-------------|-----------|-----------|------------------|
| 696,223,463 | 4,106,239 | 1,296,245 |                  |

(3) Votes regarding an advisory vote on the compensation of GenOn Energy's named executive officers were as follows:

| For         | Against     | Abstain    | Broker Non-Votes |
|-------------|-------------|------------|------------------|
| 414,093,540 | 158,623,408 | 65,531,844 | 63,377,155       |

(4) Votes regarding the stockholder proposal described in GenOn Energy's proxy materials were as follows:

| For         | Against     | Abstain    | Broker Non-Votes |
|-------------|-------------|------------|------------------|
| 141,063,954 | 434,403,560 | 62,781,278 | 63,377,155       |

---

**Top of the Form**

**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.

GenOn Energy, Inc.

*May 11, 2012*

By: */s/ Thomas C. Livengood*

---

*Name: Thomas C. Livengood*

*Title: Senior Vice President and Controller*