

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION**

2017 JUL -5 P 3:32

In re: DISTRICT OF COLUMBIA
PUBLIC SERVICE COMMISSION

GENON ENERGY, INC., *et al.*,¹

Debtors.

)
) Chapter 11

)
) Case No. 17-33695 (DRJ)

)
) (Jointly Administered)

)
) Re: Docket Nos. 141, 142, 143

**NOTICE OF (A) DISCLOSURE STATEMENT HEARING
AND (B) DEADLINE FOR FILING OBJECTIONS TO APPROVAL OF THE
DISCLOSURE STATEMENT AND DISCLOSURE STATEMENT MOTION**

PLEASE TAKE NOTICE that on June 29, 2017, GenOn Energy, Inc., *et al.*, the above-captioned debtors and debtors in possession (collectively, the “Debtors”) filed (a) the *Joint Chapter 11 Plan of Reorganization of GenOn Energy, Inc. and Its Debtor Affiliates* [Docket No. 141] (together with all exhibits thereto and as amended, modified or supplemented from time to time, the “Plan”);² (b) the *Disclosure Statement for the Joint Chapter 11 Plan of*

¹ The Debtors in these chapter 11 cases, along with the last four digits of each debtor’s federal tax identification number, are: GenOn Energy, Inc. (5566); GenOn Americas Generation, LLC (0520); GenOn Americas Procurement, Inc. (8980); GenOn Asset Management, LLC (1966); GenOn Capital Inc. (0053); GenOn Energy Holdings, Inc. (8156); GenOn Energy Management, LLC (1163); GenOn Energy Services, LLC (8220); GenOn Fund 2001 LLC (0936); GenOn Mid-Atlantic Development, LLC (9458); GenOn Power Operating Services MidWest, Inc. (3718); GenOn Special Procurement, Inc. (8316); Hudson Valley Gas Corporation (3279); Mirant Asia-Pacific Ventures, LLC (1770); Mirant Intellectual Asset Management and Marketing, LLC (3248); Mirant International Investments, Inc. (1577); Mirant New York Services, LLC (N/A); Mirant Power Purchase, LLC (8747); Mirant Wrightsville Investments, Inc. (5073); Mirant Wrightsville Management, Inc. (5102); MNA Finance Corp. (8481); NRG Americas, Inc. (2323); NRG Bowline LLC (9347); NRG California North LLC (9965); NRG California South GP LLC (6730); NRG California South LP (7014); NRG Canal LLC (5569); NRG Delta LLC (1669); NRG Florida GP, LLC (6639); NRG Florida LP (1711); NRG Lovett Development I LLC (6327); NRG Lovett LLC (9345); NRG New York LLC (0144); NRG North America LLC (4609); NRG Northeast Generation, Inc. (9817); NRG Northeast Holdings, Inc. (9148); NRG Potrero LLC (1671); NRG Power Generation Assets LLC (6390); NRG Power Generation LLC (6207); NRG Power Midwest GP LLC (6833); NRG Power Midwest LP (1498); NRG Sabine (Delaware), Inc. (7701); NRG Sabine (Texas), Inc. (5452); NRG San Gabriel Power Generation LLC (0370); NRG Tank Farm LLC (5302); NRG Wholesale Generation GP LLC (6495); NRG Wholesale Generation LP (3947); NRG Willow Pass LLC (1987); Orion Power New York GP, Inc. (4975); Orion Power New York LP, LLC (4976); Orion Power New York, L.P. (9521); RRI Energy Broadband, Inc. (5569); RRI Energy Channelview (Delaware) LLC (9717); RRI Energy Channelview (Texas) LLC (5622); RRI Energy Channelview LP (5623); RRI Energy Communications, Inc. (6444); RRI Energy Services Channelview LLC (5620); RRI Energy Services Desert Basin, LLC (5991); RRI Energy Services, LLC (3055); RRI Energy Solutions East, LLC (1978); RRI Energy Trading Exchange, Inc. (2320); and RRI Energy Ventures, Inc. (7091). The Debtors’ service address is: 804 Carnegie Center, Princeton, New Jersey 08540.

² Unless otherwise defined herein, all capitalized terms shall have the respective meanings ascribed to them in the Plan, Disclosure Statement, or Disclosure Statement Motion, as applicable.



Reorganization of GenOn Energy, Inc. and Its Debtor Affiliates [Docket No. 142] (as it may be amended from time to time and together with all exhibits thereto, the “Disclosure Statement”); and (c) the *Debtors’ Motion for Entry of an Order (I) Approving the Adequacy of the Disclosure Statement, (II) Approving the Solicitation and Notice Procedures with Respect to Confirmation of the Debtors’ Proposed Joint Plan of Reorganization, (III) Approving the Forms of Ballots and Notices in Connection therewith, (IV) Scheduling Certain Dates with Respect thereto, and (V) Granting Related Relief* [Docket No. 143] (the “Disclosure Statement Motion”).

PLEASE TAKE FURTHER NOTICE a hearing to consider approval of the Disclosure Statement and relief requested in the Disclosure Statement Motion will commence on **August 3, 2017, at 2:30 p.m., prevailing Central Time** (the “Disclosure Statement Hearing”), before the Honorable David R. Jones, United States Bankruptcy Judge, United States Bankruptcy Court for the Southern District of Texas, Courtroom 400, 515 Rusk Street, Houston, Texas 77002 (the “Court”). The Disclosure Statement Hearing may be continued from time to time by announcing such continuance in open court or otherwise, without further notice to parties in interest.

PLEASE TAKE FURTHER NOTICE that any objection or response of a party regarding the approval of the Disclosure Statement must be filed with the Court on or before **July 28, 2017, at 4:00 p.m., prevailing Central Time** (the “Objection Deadline”), and served so as to be **actually received** by the following parties on or before the Objection Deadline:

<i>Counsel to the Debtors</i>	<i>Counsel to the GenOn Steering Committee and the GAG Steering Committee</i>
<p>Zack A. Clement (Texas Bar No. 04361550) ZACK A. CLEMENT PLLC 3753 Drummond Street Houston, Texas 77025</p> <p>-and-</p> <p>James H.M. Sprayregen, P.C. David R. Seligman, P.C. Steven N. Serajeddini W. Benjamin Winger Christopher M. Hayes KIRKLAND & ELLIS LLP 300 North LaSalle Chicago, Illinois 60654</p> <p>-and-</p> <p>AnnElyse Scarlett Gibbons KIRKLAND & ELLIS LLP 601 Lexington Avenue New York, New York 10022</p>	<p>Keith H. Wofford Stephen Moeller-Sally Marc B. Roitman ROPES & GRAY LLP 1211 Avenue of the Americas New York, New York 10036</p>

<i>U.S. Trustee</i>	<i>Special Counsel to the GAG Steering Committee</i>
<p>Hector Duran OFFICE OF THE UNITED STATES TRUSTEE FOR THE SOUTHERN DISTRICT OF TEXAS 515 Rusk Street, Suite 3516 Houston, Texas 77002</p> <p style="text-align: center;">-and-</p> <p>Kevin Epstein OFFICE OF THE UNITED STATES TRUSTEE FOR THE SOUTHERN DISTRICT OF TEXAS 615 E. Houston Street, Room 533 San Antonio, Texas 78205</p>	<p>Benjamin Finestone Daniel Holzman QUINN EMANUEL URQUHART & SULLIVAN, LLP 51 Madison Avenue, 22nd Floor New York, New York 10010</p>
<i>Counsel to NRG</i>	
<p>C. Luckey McDowell Emanuel C. Grillo Ian E. Roberts BAKER BOTTS LLP 2001 Ross Avenue Dallas, Texas 75201</p>	

PLEASE TAKE FURTHER NOTICE that if you would like to obtain a copy of the Plan, Disclosure Statement, Disclosure Statement Motion, or related documents, you should contact Epiq Bankruptcy Solutions, LLC, the Solicitation Agent retained by the Debtors in the Chapter 11 Cases (the "Solicitation Agent"), by: (a) calling the Debtors' restructuring hotline at (888) 729-1597, within the U.S. or Canada, or +1 503-597-5606 outside of the U.S. or Canada; (b) visiting the Debtors' restructuring website at: <http://dm.epiq11.com/genon>; (c) writing to Solicitation Agent, Attn: GenOn Solicitation, c/o Epiq Bankruptcy Solutions, LLC, 777 Third Avenue, 12th Floor, New York, New York 10017; and/or (d) emailing tabulation@epiqsystems.com and referencing "GenOn" in the subject line. You may also obtain copies of any pleadings filed in the Chapter 11 Cases for a fee via PACER at: <http://www.txs.uscourts.gov>.

PLEASE TAKE FURTHER NOTICE that if any party fails to respond on or before the Objection Deadline, the Court may approve the Disclosure Statement as adequate without further notice or hearing.

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Dated: June 29, 2017
Houston, Texas

/s/ Zack A. Clement

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Proposed Co-Counsel to the Debtors and Debtors in Possession

Certificate of Service

I certify that on June 29, 2017, I caused a copy of the foregoing document to be served by the Electronic Case Filing System for the United States Bankruptcy Court for the Southern District of Texas.

/s/ Zack A. Clement

One of Counsel

