

RELIANT ENERGY INC
 Form 4
 February 21, 2008

FORM 4

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
 Washington, D.C. 20549**

OMB APPROVAL

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
JACOBS MARK M

(Last) (First) (Middle)
 1000 MAIN STREET
 (Street)

HOUSTON, TX 77002

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
RELIANT ENERGY INC [RRI]

3. Date of Earliest Transaction
 (Month/Day/Year)
 02/19/2008

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
 President and CEO

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 ____ Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | Code | V | Amount | (D) | Price |
| Common Stock | 02/19/2008 | | A | | 55,851 | A | \$ 0 |
| Common Stock | | | | | 669,355 ⁽¹⁾ | D | |
| | | | | | 534 | I | |
| | | | | | | | By 401(K) Plan ⁽²⁾ |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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SEC 1474 (9-02)

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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transaction Code (Instr. 8) | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Security (Instr. 3 and 4) | | |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--------------|------------------|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | Amount of Shares |
| Employee Stock Option-Right To Buy | \$ 4.79 | | | | | (3) | 07/28/2012 | Common Stock | 179 |
| Employee Stock Option-Right To Buy | \$ 4.79 | | | | | (3) | 07/28/2012 | Common Stock | 139 |
| Employee Stock Option-Right To Buy | \$ 3.505 | | | | | (3) | 03/10/2013 | Common Stock | 212 |
| Employee Stock Option-Right To Buy | \$ 8.135 | | | | | (3) | 02/12/2014 | Common Stock | 489 |
| Employee Stock Option-Right To Buy | \$ 16.26 | | | | | (4) | 02/19/2017 | Common Stock | 58, |
| Employee Stock Option-Right To Buy | \$ 26.365 | | | | | (5) | 05/15/2017 | Common Stock | 80, |
| Employee Stock Option-Right To Buy | \$ 23.375 | 02/19/2008 | | A | 119,680 | (6) | 02/18/2018 | Common Stock | 119 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--------------------------------|---------------|-----------|-------------------|-------|
| | Director | 10% Owner | Officer | Other |
| | | | President and CEO | |

JACOBS MARK M
1000 MAIN STREET
HOUSTON, TX 77002

Signatures

Mark M. Jacobs 02/21/2008

 Signature of
Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) Includes 1,757 shares acquired under the Reliant Energy, Inc. Employee Stock Purchase Plan.
- (2) Based on a plan statement as of December 31, 2007.
- (3) All such stock options have vested.
- (4) 19,342 of such stock options have vested. The remaining 38,684 become exercisable in two equal annual installments beginning February 20, 2009.
- (5) These stock options vest in three equal annual installments beginning May 16, 2008.
- (6) These stock options vest in three equal annual installments beginning February 19, 2009.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.