

FORM 4

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

OMB APPROVAL
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[] Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person *		2. Issuer Name and Ticker or Trading Symbol		5. Relationship of Reporting Person(s) to Issuer (Check all applicable)	
Campbell David A		Vistra Energy Corp. [VST]		<input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) EVP & Chief Financial Officer	
(Last) (First) (Middle)		3. Date of Earliest Transaction (MM/DD/YYYY)			
6555 SIERRA DRIVE		6/5/2020			
(Street)		4. If Amendment, Date Original Filed (MM/DD/YYYY)		6. Individual or Joint/Group Filing (Check Applicable Line)	
IRVING, TX 75039				<input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person	
(City) (State) (Zip)					

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

1. Title of Security (Instr. 3)	2. Trans. Date	2A. Deemed Execution Date, if any	3. Trans. 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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	6/5/2020		F(1)		6756	D	\$20.87	127384	D	

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

1. Title of Derivate Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Trans. Date	3A. Deemed Execution Date, if any	4. Trans. 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		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				

Explanation of Responses:

(1) This transaction represents the withholding by the Issuer of shares to pay taxes in connection with the vesting of restricted stock units. The timing and amount of the transaction were determined by the terms of the applicable restricted stock unit award and were not within the control of the Reporting Person.

Remarks:

Exhibit 24. Confirming Statement

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Campbell David A 6555 SIERRA DRIVE IRVING, TX 75039			EVP & Chief Financial Officer	

Signatures

/s/ Yuki Whitmire, as Attorney-in-Fact

6/9/2020

**Signature of Reporting Person

Date

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

* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

CONFIRMING STATEMENT

This Confirming Statement ("Statement") confirms that the undersigned, Stephanie Zapata Moore, pursuant to her power and authority in her role as attorney-in-fact for David A. Campbell ("Reporting Person") granted by that certain Power of Attorney entered into as of June 3, 2019 ("Power of Attorney"), hereby authorizes, directs and designates Yuki Whitmire ("Designee"), acting singly, to: (1) prepare, execute in the Reporting Person's name and on the Reporting Person's behalf, and submit to the U.S. Securities and Exchange Commission (the "SEC") a Form ID, including amendments thereto, and any other documents necessary or appropriate to obtain codes and passwords enabling the undersigned to make electronic filings with the SEC of reports required by Section 16(a) of the Securities Exchange Act of 1934 ("Exchange Act") or any rule or regulation of the SEC; (2) execute for and on behalf of the Reporting Person, in the Reporting Person's capacity as an officer and/or director of Vistra Energy Corp. (the "Company"), Forms 3, 4, and 5 in accordance with Section 16(a) of the Exchange Act and the rules thereunder; (3) do and perform any and all acts for and on behalf of the Reporting Person which may be necessary or desirable to complete and execute any such Form 3, 4, or 5, complete and execute any amendment or amendments thereto, and timely file such form with the SEC and any stock exchange or similar authority; and (4) take any other action of any type whatsoever in connection with the foregoing which, in the opinion of the Designee, may be of, benefit to, in the best interest of, or legally required by, the Reporting Person, it being understood that the documents executed by the Designee on behalf of the Reporting Person pursuant to this Statement shall be in such form and shall contain such terms and conditions as the Designee may approve in the Designee's discretion.

The undersigned, pursuant to her power and authority in her role as attorney-in-fact for the Reporting Person, hereby grants to the Designee full power and authority to do and perform any and every act and thing whatsoever requisite, necessary, or property to be done in the exercise of any of the rights and powers granted under this Statement, as fully to all intents and purposes as the Reporting Person might or that the Designee, or the Designee's substitute or substitutes, shall lawfully do or cause to be done by virtue of this Statement and the rights and powers herein granted. On behalf of the Reporting Person, the undersigned acknowledges that the foregoing Designee, in serving in such capacity on behalf of the Reporting Person, is not assuming, nor is the Company assuming, any of the Reporting Person's responsibilities to comply with Section 16 of the Exchange Act.

The authority of the Designee under this Statement shall continue until the Reporting Person is no longer required to file Forms 3, 4, and 5 with respect to the Reporting Person's holdings of and/or transactions in securities of the Company, unless earlier revoked by the Reporting Person, or any attorney-in-fact, in a signed writing delivered to the Designee.

IN WITNESS WHEREOF, the undersigned has caused this Statement to be executed as of this 9th day of June, 2020.

By: /s/ Stephanie Zapata Moore, as attorney-in-fact for David A. Campbell

Name: Stephanie Zapata Moore