## (December 2011)

Report of Organizational Actions Affecting Basis of Securities

OMB No. 1545-2224

Department of	of the Treesury			► See separate instructions		1.00	
Part I	Reporting	Issuer					
1 Issuer		<del></del>			2 lasuer's employer ident	ification number (EIN)	
	Power, Inc.		46-4780	940			
3 Name of contact for additional information 4 Telephone No. of contact					5 Email address of contact		
	, Senior Tax D			(240) 782-7700	tmois@terraform.com		
6 Number	er and street (or	P.O. box if mail is not		7 City, town, or post office, state, and Zip code of contact			
7550 Wisc	onsin Ave, 9th	Floor	Bethesda, MD 20814	Rethesda MD 20814			
8 Date of			9 Class	sification and description	Constitution and of		
October 16	5, 2017		Commo	n Stock Class A			
10 CUSIP		11 Serial number(s		12 Ticker symbol	13 Account number(s)		
	04R100	N/A		TERP	N/A		
Part II	Organizat	ional Action Attac	h additiona	statements if needed. S	ee back of form for additional que	estions.	
14 Descr	ribe the organiz	ational action and, if a	pplicable, the	date of the action or the da	ite against which shareholders' owner	ship is measured for	
the ac	TerraF	orm Power, Inc. mad	e a special c	iistribution to the holders	of its Class A Common Stock imme	diately prior	
to the merc	<u>ger with Brooki</u>	fi <b>eld H</b> oldco, <b>an</b> affilia	te of Brook	<u>lield Asset Management, Ir</u>	16.		
	Octo	ber 16, 2017	\$1.94/9	nare			
The entire							
Class A Co	mmon Stock I	he requiring sain or i	ution of capi	tal. Should a shareholder i	elect to receive cash in exchange fo	r his or her	
basis radiu	and by the ener	cial distribution made	oss would b	e the difference between t	he cash received and the sharehold	ler's tax	
	yea by the spe	Par distribution illedi	prior to the	merger.		<del></del>	
For more in	formation we	refer to the TerraForm	n Power web	site: http://www.terraform	power.com and more specifically to	the tex	
consequen	ces section on	page 109 in the mer	er proxy tha	at can be found in the inve	stor section.	tile tax	
						Address Address	
15 Descri	ibe <b>the</b> quantita	tive effect of the organ	nizational acti	on on the basis of the secur	ity in the hands of a U.S. taxpayer as	an adjustment per	
snare	or as a percent	age of old basis > The	e special dis	tribution is to be treated a:	s a return of capital. The portion of	the distribution that	
constitutes	a return of car	oital will decrease the	shareholde	r's basis in their TerraForr	n Power, Inc. Class A Common Sto	ck.	
	e of Distribution		Distribution			·	
- 00	ctober 16, 2017		\$1.94		\$1.94	\$1.94	
AC. V	,		·				
			= 1				
16 Descri	be the calculation	on of the change in ba	sis and the d	ata that supports the calcula	ation, such as the market values of se	curities and the	
valuati	on dates ► <u>Ter</u>	raForm Power, Inc. h	ad no currer	nt or accumulated earnings	s and profits as of December 31, 20	17. The special	
distribution	made on Octo	ber 16, 2017 is a non-	taxable retu	тл of capital, reducing the	basis of each Class A Common Sto	ock share by the	
mount of t	he distribution						
		720					
					17		
or Bonossu	vic Daduation	Ant Nation and the a				- 2007	

Description   Provide any other Information recessery to Implement the adjustment, such as the reportable tax year ➤ The distribution behing reported was made during 2017 connecessary to Implement the adjustment, such as the reportable tax year ➤ The distribution behing reported was made during 2017 connecessary to Implement the adjustment, such as the reportable tax year ➤ The distribution behing reported was made during 2017 connecessary to Implement the adjustment, such as the reportable tax year ➤ The distribution behing reported was made during 2017 connecessary to Implement the adjustment, such as the reportable tax year ➤ The distribution behing reported was made during 2017 connecessary to Implement the adjustment, such as the reportable tax year ➤ The distribution behing reported was made during 2017 connecessary to Implement the adjustment, such as the reportable tax year ➤ The distribution behing reported was made during 2017 as it relates to their inclinidates of advisor to determine how they should treat the return of capital distribution they received during 2017 as it relates to their inclinidates and sistemaris, and to the best of my inconverge and the first tax of the connect and complete the connect and complete the connect and complete the connect and complete the connect and connect and complete the connect and connect and complete the connect and conne	Form 893	37 (Rev.	12-2011)	Page 2
17 List the applicable internal Revenue Code section(s) and subsection(s) upon which the tax treatment is based ➤ 301(c)(2)  18 Can any resulting loss be recognized? ➤ No  19 Provide any other information necessary to implement the adjustment, such as the reportable tax year ➤ The distribution being reported were made during 2017; consequently the reporting year is 2017. Steedsholders should consult with their Tax Advisor to determine how they should treat the return of capital distribution they received during 2017 as it relates to their inclinification decumptances.  Signature ➤ Linder privates of popiny, I declare that I have examined the return, it is based on all clonests and statements, and to the best of my knowledge and based, it is true, control, say of complete. Declaration of preparer (short than officer) is based on all clonests and statements, and to the best of my knowledge and based, it is true, control, say of complete. Declaration of preparer (short than officer) is based on all clonests and statements, and to the best of my knowledge and based, it is true, control, say of complete. Declaration of preparer (short than officer) is based on all clonests and statements, and to the best of my knowledge and based, it is true, control, say of complete. Declaration of preparer (short than officer) is based on all clonests and statements, and to the best of my knowledge and based, it is true, control, say of complete Declaration of preparer (short than officer) is based on all clonests and statements, and to the best of my knowledge and based, it is true, control, say of complete Declaration of preparer (short than officer) is based on all clonests and statements, and to the best of my knowledge and statements.    Data				
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Print your name ► Toon Mols  Title ► Senior Tax Director  Paid Preparer Use Only  Print your name ► Toon Mols  Title ► Senior Tax Director  Check ☐ if Self-employed Self-employed Self-employed Print Self Self-employed Self-employed Pol 1388330  Print your name ► True Partners Consulting, LLC  Firm's name ► True Partners Consulting, LLC  Firm's address ► 225 W Wacker Dr, Suite 1600 Chicago, IL 60606  Phone no. (312) 235-3300		Under	r penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, ar , it is true, correct, and complete. Declaration of preparer (other than officer) is based on all information of which prepare	nd to the best of my knowledge and Ir has any knowledge.
Print your name ➤ Toon Mols  Paid Preparer Use Only  Print/Type preparer's name  Preparer's signature  Preparer's signature  Preparer's signature  Date		Signa	ture > Date > 11/2	2/2017
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Send Form 8937 (including accompanying statements) to: Department of the Treasury, Internal Revenue Service, Ogden, UT 84201-0054	Use (	Only	(III) Simile - (Inc I didios Consenting)	
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