

# Report of Organizational Actions Affecting Basis of Securities

▶ See separate instructions.

## Part I Reporting Issuer

1 Issuer's name <b>TerraForm Power, INC</b>			2 Issuer's employer identification number (EIN) <b>46-4780940</b>		
3 Name of contact for additional information <b>Michael Ragusa, Chief Accounting Officer</b>		4 Telephone No. of contact <b>(646) 992-2400</b>		5 Email address of contact <b>mragusa@terraform.com</b>	
6 Number and street (or P.O. box if mail is not delivered to street address) of contact <b>200 Liberty Street, 14th Floor</b>			7 City, town, or post office, state, and ZIP code of contact <b>New York, NY 10281</b>		
8 Date of action <b>September 17, 2018</b>		9 Classification and description <b>Common Stock Class A</b>			
10 CUSIP number <b>88104R100</b>	11 Serial number(s) <b>N/A</b>	12 Ticker symbol <b>TERP</b>	13 Account number(s) <b>N/A</b>		

## Part II Organizational Action Attach additional statements if needed. See back of form for additional questions.

**14** Describe the organizational action and, if applicable, the date of the action or the date against which shareholders' ownership is measured for the action ▶ **TerraForm Power, Inc. made a \$0.19 per share cash distribution to the holders of its Class A Common Stock on September 17, 2018. The entire distribution is a non-taxable distribution of capital.**

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**15** Describe the quantitative effect of the organizational action on the basis of the security in the hands of a U.S. taxpayer as an adjustment per share or as a percentage of old basis ▶ **The special distribution is to be treated as a return of capital. The portion of the distribution that constitutes a return of capital will decrease the shareholder's basis in their TerraForm Power, Inc. Class A Common Stock.**

**Date of Distribution: September 17, 2018**  
**Distribution per Share: \$0.19/share**  
**Return of Capital per Share: \$0.19/share**

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**16** Describe the calculation of the change in basis and the data that supports the calculation, such as the market values of securities and the valuation dates ▶ **TerraForm Power, Inc. has no current or accumulated earnings and profit as of September 17, 2018 and is not projected to have positive earnings and profits through December 31, 2018.**

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**Part II Organizational Action** (continued)

17 List the applicable Internal Revenue Code section(s) and subsection(s) upon which the tax treatment is based ▶ 301(c)(2)

Multiple horizontal lines for listing applicable Internal Revenue Code sections and subsections.

18 Can any resulting loss be recognized? ▶ No

Multiple horizontal lines for providing information regarding loss recognition.

19 Provide any other information necessary to implement the adjustment, such as the reportable tax year ▶ The distribution being reported was made during 2018; consequently the reporting year is 2018. Stockholders should consult with their Tax Advisor to determine how they should treat the return of capital distribution they receive during 2018 as it relates to their individual circumstances.

Multiple horizontal lines for providing other necessary information for the adjustment.

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than officer) is based on all information of which preparer has any knowledge.

**Sign Here**

Signature ▶  Date ▶ 7/1/2019

Print your name ▶ Michael Raqusa Title ▶ Chief Accounting Officer

<b>Paid Preparer Use Only</b>	Print/Type preparer's name	Preparer's signature	Date	Check <input type="checkbox"/> if self-employed	PTIN
	Firm's name ▶				Firm's EIN ▶
	Firm's address ▶				Phone no.