

Report of Organizational Actions Affecting Basis of Securities

▶ See separate instructions.

Part I Reporting Issuer

1 Issuer's name TerraForm Power, Inc		2 Issuer's employer identification number (EIN) 46-4780940	
3 Name of contact for additional information Michael Tebbutt Chief Financial Officer	4 Telephone No. of contact (646) 992-2400	5 Email address of contact mtebbutt@terraform.com	
6 Number and street (or P.O. box if mail is not delivered to street address) of contact 200 Liberty Street, 14th Floor		7 City, town, or post office, state, and ZIP code of contact New York, NY 10281	
8 Date of action June 17, 2019		9 Classification and description Common Stock Class A	
10 CUSIP number 88104R209	11 Serial number(s) N/A	12 Ticker symbol TERP	13 Account number(s) N/A

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 \$0.2014 per share cash distribution to the holders of its Class A Common Stock on June 17, 2019. The entire distribution is a non-taxable distribution of capital.**

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 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: June 17, 2019
Distribution per Share: \$0.2014/share
Return of Capital per Share: \$0.2014/share

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 profits as of June 17, 2019 and is not projected to have positive earnings and profits through December 31, 2019.**

