

TerraForm Power, Inc.  
Form DEFA14A  
October 02, 2017

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

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SCHEDULE 14A

Proxy Statement Pursuant to Section 14(a) of  
the Securities Exchange Act of 1934

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Filed by the Registrant

Filed by a Party other than the Registrant

Check the appropriate box:

- Preliminary Proxy Statement
  - Confidential, for Use of the Commission Only (as permitted by Rule 14a-6(e)(2))
  - Definitive Proxy Statement
  - Definitive Additional Materials
  - Soliciting Material Pursuant to §240.14a-11(c) or §240.14a-12.
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TERRAFORM POWER, INC.

(Name of Registrant as Specified In Its Charter)

(Name of Person(s) Filing Proxy Statement, if other than the Registrant)

Payment of Filing Fee (Check the appropriate box):

No fee required.

Fee computed on table below per Exchange Act Rules 14a-6(i)(1) and 0-11.

Title of each class of securities to which transaction applies:

(1) \_\_\_\_\_

Aggregate number of securities to which transaction applies:

(2) \_\_\_\_\_

Per unit price or other underlying value of transaction computed pursuant to Exchange Act Rule 0-11 (set forth the amount calculated and state how it was determined):

(3) \_\_\_\_\_

Proposed maximum aggregate value of transaction:

(4) \_\_\_\_\_

Total fee paid:

(5) \_\_\_\_\_

Fee paid previously with preliminary materials.

Check box if any part of the fee is offset as provided by Exchange Act Rule 0-11(a)(2) and identify the filing for which the offset was previously. Identify the previous filing by registration statement number, or the Form or Schedule and the date of its filing.

Amount Previously Paid:

(1) \_\_\_\_\_

Form, Schedule or Registration Statement No.:

(2) \_\_\_\_\_

Filing Party:

(3) \_\_\_\_\_

Date Filed:

(4) \_\_\_\_\_

EXPLANATORY NOTE

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On September 29, 2017, TerraForm Power, Inc. filed its Form 10-Q for the quarter ended June 30, 2017 and issued a press release announcing the reporting of its financial results, and the filing of its Form 10-Q, for the quarter ended June 30, 2017.

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Copies of its Form 10-Q for the quarter ended June 30, 2017 and the press release are included with these additional proxy materials.