

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION WASHINGTON, D.C. 20549

Mail Stop 3561

November 21, 2017

Matthew Berger Chief Financial Officer TerraForm Power, Inc. 7550 Wisconsin Avenue, 9th Floor Bethesda, Maryland 20814

Re: TerraForm Power, Inc.

Form 10-K for the Fiscal Year Ended December 31, 2016

File July 21, 2017 File No. 001-36542

Dear Mr. Berger:

We have completed our review of your filing. We remind you that the company and its management are responsible for the accuracy and adequacy of their disclosures, notwithstanding any review, comments, action or absence of action by the staff.

Sincerely,

/s/ Jennifer Thompson

Jennifer Thompson Accounting Branch Chief Office of Consumer Products