

**INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES**

OMB APPROVAL	
OMB Number:	3235-0104
Estimated average burden hours per response:	0.5

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* <u>Osmars Kimball</u>  (Last) (First) (Middle) 200 LIBERTY STREET 14TH FLOOR  (Street) NEW YORK NY 10281  (City) (State) (Zip)	2. Date of Event Requiring Statement (Month/Day/Year) 03/17/2020	3. Issuer Name and Ticker or Trading Symbol <u>TerraForm Power, Inc. [ TERP ]</u>	
		4. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director _____ 10% Owner _____ <input checked="" type="checkbox"/> Officer (give title below) _____ Other (specify below) _____ <u>Chief Operating Officer</u>	5. If Amendment, Date of Original Filed (Month/Day/Year)  6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person

**Table I - Non-Derivative Securities Beneficially Owned**

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Class A Common Stock <sup>(1)</sup>	3,605	D	

**Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of Derivative Security	5. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date				
Restricted Stock Units <sup>(1)</sup>	(1)	(1)	Class A Common Stock 20,794	(1)	D	

**Explanation of Responses:**

1. Restricted Stock Units ("RSUs") represent the contingent right to receive one share of TerraForm Power, Inc.'s Class A Common Stock for every RSU held. On March 25, 2019, the reporting person was awarded 14,421 RSUs pursuant to the TerraForm Power, Inc. 2018 Amended and Restated Long-Term Incentive Plan (the "LTIP"), subject to three-year vesting beginning on February 5, 2019, of which 25% vested on February 5, 2020, and the remaining RSUs will vest as follows: 25% on February 5, 2021 and 50% on February 5, 2022. On January 30, 2020, the reporting person was awarded 9,978 RSUs pursuant to the LTIP. These RSUs vest over a three-year period beginning on January 30, 2020 as follows: 25% on January 30, 2021, 25% on January 30, 2022 and 50% on January 30, 2023.

**Remarks:**

/s/ Kimball Osmars

03/27/2020

\*\* Signature of Reporting Person

Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

\* If the form is filed by more than one reporting person, see Instruction 5 (b)(v).

\*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.