

TerraForm Power, Inc.
Form 3
April 01, 2016

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section
30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *		2. Date of Event Requiring Statement	3. Issuer Name and Ticker or Trading Symbol	
Appaloosa LP		(Month/Day/Year)	TerraForm Power, Inc. [TERP]	
(Last)	(First)	(Middle)	03/29/2016	
51 JOHN F. KENNEDY PKWY, Appaloosa		4. Relationship of Reporting Person(s) to Issuer		5. If Amendment, Date Original Filed(Month/Day/Year)
(Street)		(Check all applicable)		
SHORT HILLS, NJ 07078		<input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input type="checkbox"/> Officer <input checked="" type="checkbox"/> Other (give title below) (specify below) See Footnotes 1 and 2 below		6. Individual or Joint/Group Filing(Check Applicable Line) <input type="checkbox"/> Form filed by One Reporting Person <input checked="" type="checkbox"/> Form filed by More than One Reporting Person
(City)	(State)	(Zip)		

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	3,724,799	I	By Appaloosa Investment Limited Partnership I ⁽¹⁾ ⁽²⁾
Class A Common Stock	4,983,909	I	By Palomino Master Ltd. ⁽¹⁾ ⁽²⁾

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly. SEC 1473 (7-02)

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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	4. Conversion or Exercise	5. Ownership Form of	6. Nature of Indirect Beneficial Ownership (Instr. 5)
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Date Exercisable	Expiration Date	(Instr. 4) Title	Amount or Number of Shares	Price of Derivative Security	Derivative Security: Direct (D) or Indirect (I) (Instr. 5)
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Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Appaloosa LP 51 JOHN F. KENNEDY PKWY SHORT HILLS, NJ 07078	Â	Â	Â	See Footnotes 1 and 2 below
APPALOOSA INVESTMENT LIMITED PARTNERSHIP I C/O APPALOOSA LP 51 JOHN F. KENNEDY PKWY SHORT HILLS, NJ 07078	Â	Â	Â	See Footnotes 1 and 2 below
Palomino Master Ltd. C/O APPALOOSA LP 51 JOHN F. KENNEDY PKWY SHORT HILLS, NJ 07078	Â	Â	Â	See Footnotes 1 and 2 below
APPALOOSA MANAGEMENT LP 404 WASHINGTON AVENUE, SUITE 810 MIAMI BEACH, FL 33139	Â	Â	Â	See Footnotes 1 and 2 below
APPALOOSA PARTNERS INC C/O APPALOOSA MANAGEMENT L.P. 404 WASHINGTON AVENUE, SUITE 810 SHORT HILLS, NJ 07078	Â	Â	Â	See Footnotes 1 and 2 below
Appaloosa Capital Inc. C/O APPALOOSA LP 51 JOHN F. KENNEDY PKWY SHORT HILLS, NJ 07078	Â	Â	Â	See Footnotes 1 and 2 below
TEPPER DAVID A C/O APPALOOSA LP 251 JOHN F. KENNEDY PKWY SHORT HILLS, NJ 07078	Â	Â	Â	See Footnotes 1 and 2 below

Signatures

/s/ David A. Tepper, President for Appaloosa Capital Inc., general partner of Appaloosa LP 04/01/2016
**Signature of Reporting Person Date

/s/ David A. Tepper, President for Appaloosa Capital Inc., general partner of Appaloosa LP, investment advisor of Appaloosa Investment Limited Partnership I 04/01/2016
**Signature of Reporting Person Date

04/01/2016

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/s/ David A. Tepper, President for Appaloosa Capital Inc., general partner of Appaloosa LP, investment advisor of Palomino Master Ltd.

__Signature of Reporting Person

Date

/s/ David A. Tepper, President for Appaloosa Partners Inc., general partner of Appaloosa Management L.P.

04/01/2016

__Signature of Reporting Person

Date

/s/ David A. Tepper, President for Appaloosa Partners Inc.

04/01/2016

__Signature of Reporting Person

Date

/s/ David A. Tepper, President for Appaloosa Capital Inc.

04/01/2016

__Signature of Reporting Person

Date

/s/ David A. Tepper

04/01/2016

__Signature of Reporting Person

Date

Explanation of Responses:

* 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).

(1) This report on Form 3 relates to the Class A Common Stock of TerraForm Power, Inc., held for the account of Appaloosa Investment Limited Partnership I, a Delaware limited partnership ("AILP"), and Palomino Master Ltd., a British Virgin Islands company ("Palomino Master"). Appaloosa LP, a Delaware limited partnership ("ALP"), serves as investment adviser to each of AILP and Palomino Master. Appaloosa Management L.P., a Delaware limited partnership ("AMLP"), is the general partner of AILP; Appaloosa Partners Inc., a Delaware corporation ("API"), is the general partner of AMLP; and Appaloosa Capital Inc., a Delaware corporation ("ACI"), is the general partner of ALP. Mr. Tepper is sole stockholder and president of API and the controlling stockholder and president of ACI.

(2) As a result of the foregoing relationships, each of ALP, AMLP, ACI, API and Mr. Tepper may be deemed to have voting and dispositive power over the Class A Common Stock held for the account of AILP; and each of ALP, ACI and Mr. Tepper may be deemed to have voting and dispositive power over the Class A Common Stock held for the account of Palomino Master. Each of AILP, Palomino Master, AMLP, API, ALP, ACI and Mr. Tepper disclaims beneficial ownership of the reported shares of Class A Common Stock, except to the extent of such person's pecuniary interest therein, if any, and the inclusion of such shares in this report shall not be deemed an admission of beneficial ownership of all of the reported shares for purposes of Section 16 of the Exchange Act of 1934, as amended, or for any other purpose.

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

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