

UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF NEW YORK

**IN RE: SUNEDISON, INC. SECURITIES  
LITIGATION**

This Document Applies To:

*Chamblee, et al. v. TerraForm Power, Inc.,  
et al., 1:16-cv-08039-PKC*

**No. 1:16 MD 2742 (PKC) (AJP)**

**SUMMARY NOTICE OF PENDENCY AND  
PROPOSED CLASS ACTION SETTLEMENT**

**TO: ALL PERSONS WHO PURCHASED OR OTHERWISE ACQUIRED TERRAFORM POWER, INC. SECURITIES FROM July 18, 2014 through March 15, 2016, BOTH DATES INCLUSIVE.**

YOU ARE HEREBY NOTIFIED, pursuant to an Order of the United States District Court for the Southern District of New York, that a hearing will be held on **January 31, 2018 at 2:00 pm.** before the Honorable P. Kevin Castel, United States District Judge of the Southern District of New York, 500 Pearl Street, Courtroom 11D, New York, NY 10007 for the purpose of determining: (1) whether the proposed Settlement of the claims in the above-captioned Action for consideration including the sum of \$14,750,000 should be approved by the Court as fair, reasonable, and adequate; (2) whether the proposed plan to distribute the Settlement proceeds is fair, reasonable, and adequate; (3) whether the application of Plaintiffs' Counsel for an award of attorneys' fees of up to twenty five percent plus interest of the Settlement Amount, reimbursement of expenses of not more than \$150,000, and an incentive payment of no more than \$4,000, in aggregate, or \$ 2,000, each, to Lead Plaintiffs, should be approved; and (4) whether this Action should be dismissed with prejudice as set forth in the Stipulation of Settlement dated September 1, 2017 (the "Settlement Stipulation").

If you purchased TerraForm Power, Inc. ("TERP") securities during the period from July 18, 2014 through March 15, 2016, both dates inclusive (the "Settlement Class Period"), your rights may be affected by this Settlement, including the release and extinguishment of claims you may possess relating to your ownership interest in TERP securities. If you have not received a detailed Notice of Pendency

and Proposed Settlement of Class Action (“Notice”) and a copy of the Proof of Claim and Release Form, you may obtain copies by writing to or calling TerraForm Power, Inc. Securities Litigation, c/o JND Legal Administration, by phone at 1-888-551-9716 or write to JND Legal Administration, PO Box 6847, Broomfield, CO 80021, or going to the website, [www.terraformpowersecuritieslitigation.com](http://www.terraformpowersecuritieslitigation.com). If you are a member of the Settlement Class, in order to share in the distribution of the Net Settlement Fund, you must submit a Proof of Claim and Release Form **postmarked no later than January 5, 2018**, establishing that you are entitled to recovery. Unless you submit a written exclusion request, you will be bound by any judgment rendered in the Action whether or not you make a claim.

If you desire to be excluded from the Settlement Class, you must submit to the Claims Administrator a request for exclusion so that it is **received no later than January 5, 2018**, in the manner and form explained in the Notice. All members of the Settlement Class who have not requested exclusion from the Settlement Class will be bound by any judgment entered in the Action pursuant to the Settlement Stipulation.

Any objection to the Settlement, Plan of Allocation, or Plaintiffs’ Counsel’s request for an award of attorneys’ fees and reimbursement of expenses and award to Lead Plaintiffs must be in the manner and form explained in the detailed Notice and **received no later than January 5, 2018**, to each of the following:

COURT		PLAINTIFFS’ COUNSEL	
Clerk of the Court United States District Court Southern District of New York 500 Pearl Street New York, NY 10007		Jeremy A. Lieberman POMERANTZ LLP 600 Third Avenue, Floor 20 New York, NY 10016	
COUNSEL FOR DEFENDANTS			
Michael G. Bongiorno, Esq. WILMER CUTLER PICKERING HALE AND DORR LLP 7 World Trade Center 250 Greenwich Street New York, NY 10007	Sara B. Brody SIDLEY AUSTIN LLP 555 California Street, Suite 2000 San Francisco, CA 94104	Daniel Bookin O’MELVENY & MYERS LLP Two Embarcadero Center 28 <sup>th</sup> Floor San Francisco, CA 94111	Kevin J. O’Connor HINCKLEY ALLEN & SNYDER LLP 28 State Street Boston, MA 02109

If you have any questions about the Settlement, you may call or write to Plaintiffs' Counsel:

Jeremy A. Lieberman  
Brenda Szydlo  
Jennifer Banner Sobers  
POMERANTZ LLP  
600 Third Avenue, Floor 20  
New York, New York 10016

**PLEASE DO NOT CONTACT THE COURT OR THE CLERK'S OFFICE REGARDING THIS NOTICE.**

DATED: September 14, 2017

BY ORDER OF THE UNITED STATES  
DISTRICT COURT FOR THE SOUTHERN  
DISTRICT OF NEW YORK