

Table of Contents

The information in this prospectus is not complete and may be changed. We may not sell these securities until the registration statement filed with the Securities and Exchange Commission is effective. This prospectus is not an offer to sell these securities and it is not soliciting an offer to buy these securities in any state where the offer or sale is not permitted.

Subject to completion, dated July 20, 2015

Prospectus

56,570,000 shares

**Class A common stock**

This is an initial public offering of shares of Class A common stock of TerraForm Global, Inc. All of the shares of Class A common stock are being sold by us.

Prior to this offering, there has been no public market for our Class A common stock. It is currently estimated that the initial public offering price per share will be between \$19.00 and \$21.00. We have applied to list our Class A common stock on the NASDAQ Global Select Market under the symbol "GLBL."

We will have two classes of common stock outstanding after this offering: Class A common stock and Class B common stock. Each share of Class A common stock entitles its holder to one vote on all matters presented to our stockholders generally. All of our Class B common stock will be held by SunEdison, Inc., or our "Sponsor," or its controlled affiliates. Each share of Class B common stock entitles our Sponsor to 100 votes on all matters presented to our stockholders generally. Immediately following this offering, the holders of our Class A common stock will collectively hold 100% of the economic interests in us and 1.6% of the voting power in us, and our Sponsor will hold the remaining 98.4% of the voting power in us. As a result, we will be a "controlled company" within the meaning of the corporate governance standards of the NASDAQ Global Select Market. See "Management—Controlled company."

We are an "emerging growth company" as the term is used in the Jumpstart Our Business Startups Act of 2012 and, as such, have elected to comply with certain reduced public company reporting requirements.

	Per share	Total
Initial public offering price	\$	\$
Underwriting discounts and commissions(1)	\$	\$
Proceeds, before expenses, to us	\$	\$
(1) Excludes a structuring fee payable to J.P. Morgan Securities LLC and Barclays Capital Inc. equal to 1.25% of the gross offering proceeds. See "Underwriting (conflicts of interest)."		

The underwriters have the option to purchase up to an additional 8,485,500 shares from us at the initial public offering price less the underwriting discounts and commissions for a period of 30 days after the date of this prospectus.

See "Risk factors," beginning on page 47 to read about factors you should consider before buying shares of our Class A common stock.

Neither the Securities and Exchange Commission nor any state securities commission has approved or disapproved of these securities or passed upon the accuracy or adequacy of this prospectus. Any representation to the contrary is a criminal offense.

We expect that the shares will be delivered against payment in New York, New York on _____, 2015.

J.P. Morgan Goldman, Sachs & Co. BTG Pactual , 2015.	Barclays Itaú BBA	BofA Merrill Lynch Kotak Investment Banking	Citigroup SMBC Nikko	Morgan Stanley Deutsche Bank Securities SOCIETE GENERALE
---	----------------------	--	-------------------------	--