

Table of Contents

Our initial portfolio also includes 128.2 MW of projects that have not reached their commercial operation dates, or "CODs," to be contributed to us by our Sponsor once such projects reach their respective COD, or the "Contributed Construction Projects." The Contributed Construction Projects are expected to achieve their CODs during the remainder of 2015. To reduce the effect on the Class A units of delays (if any) in the closing of the Pending Acquisitions or the completion of the Contributed Construction Projects, our Sponsor has agreed to forego distributions under certain circumstances. In particular, our Sponsor has agreed to forego any distributions on its Class B units with respect to the third and fourth quarters of 2015 (i.e., distributions declared on or prior to March 31, 2016), and thereafter to forego distributions on its Class B units until the end of the Distribution Forbearance Period to the extent the holders of the Class A units and Class B1 units have not received distributions in an amount equal to the Minimum Quarterly Distribution plus any arrearages in the payment of Minimum Quarterly Distributions from prior quarters.

For a description of the IDRs, the Subordination Period and the Distribution Forbearance Period, including the definitions of Subordination Period, As Delivered CAFD, Closed Acquisition CAFD, CAFD Forbearance Threshold and Distribution Forbearance Period, see "Certain relationships and related party transactions—Amended and Restated Operating Agreement of Global LLC—Distributions."

**Purpose of TerraForm Global, Inc.**

We intend to create value for the holders of our Class A common stock by achieving the following objectives:

- owning and operating a diverse platform of renewable energy projects, including solar, wind, hydro-electric and other clean power generation technologies, that provide long-term contracted cash flows from creditworthy counterparties;
- creating a geographically diverse platform of renewable energy generation assets;
- growing our project portfolio through the exercise of our call rights and the completion of third-party acquisitions;
- capitalizing on the expected high growth in the worldwide clean power generation market;
- creating an attractive investment opportunity for dividend growth-oriented investors; and
- gaining access to a broad investor base with a more competitive source of equity capital that accelerates our long-term growth and acquisition strategy.