

TERRAFORM GLOBAL, INC.
Form NT 10-Q
September 15, 2015

SEC FILE NUMBER 001-37528
CUSIP NUMBER 88104M101

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

FORM 12b-25

NOTIFICATION OF LATE FILING

(Check one): ☐ Form 20-F ☐ Form 11-K ☒ Form 10-Q

 ☐ Form 10-D ☐ Form N-SAR ☐ Form N-CSR

For Period Ended: June 30, 2015

☐ Transition Report on Form 10-K
☐ Transition Report on Form 20-F
☐ Transition Report on Form 11-K
☐ Transition Report on Form 10-Q
☐ Transition Report on Form N-SAR
☐ For the Transition Period Ended:

Nothing in this form shall be construed to imply that the Commission has verified any information contained herein.

If the notification relates to a portion of the filing checked above, identify the Item(s) to which the notification relates:

PART I REGISTRANT INFORMATION

TerraForm Global, Inc.

Full Name of Registrant

Former Name if Applicable

7550 Wisconsin Avenue, 9th Floor

Address of Principal Executive Office

Bethesda, Maryland 20814

City, State and Zip Code

PART II RULES 12b-25(b) AND (c)

If the subject report could not be filed without unreasonable effort or expense and the registrant seeks relief pursuant to Rule 12b-25(b), the following should be completed. (Check box if appropriate)

- (a) The reason described in reasonable detail in Part III of this form could not be eliminated without unreasonable effort or expense
- x (b) The subject annual report, semi-annual report, transition report on Form 10-K, Form 20-F, Form 11-K, Form N-SAR or Form N-CSR, or portion thereof, will be filed on or before the fifteenth calendar day following the prescribed due date; or the subject quarterly report or transition report on Form 10-Q or subject distribution report on Form 10-D, or portion thereof, will be filed on or before the fifth calendar day following the prescribed due date; and
- (c) The accountant's statement or other exhibit required by Rule 12b-25(c) has been attached if applicable.

PART III NARRATIVE

State below in reasonable detail why Forms 10-K, 20-F, 11-K, 10-Q, 10-D, N-SAR, N-CSR, or the transition report or portion thereof, could not be filed within the prescribed time period.

TerraForm Global, Inc. (Global) was unable to timely file its quarterly report on Form 10-Q for its second quarter ended June 30, 2015 due to technical and unexpected issues involving the software used by the registrant to file its periodic reports with the Securities Exchange Commission (the SEC). This quarterly report was the first periodic report required to be filed by the registrant with the SEC since its initial public offering on August 5, 2015 (the IPO). In the IPO, Global issued shares of its Class A common stock pursuant to a registration statement on Form S-1, as amended (File No. 333-203934), that was declared effective on July 31, 2015. Global's Form 10-Q for the quarterly period ended June 30, 2015 was filed on the filing due date of September 14, 2015, but after the SEC's 5:30 P.M. Eastern time filing deadline.

PART IV OTHER INFORMATION

- (1) Name and telephone number of person to contact in regard to this notification

Yana Kravtsova
(Name)

240
(Area Code)

762-7700
(Telephone Number)

(2) Have all other periodic reports required under Section 13 or 15(d) of the Securities Exchange Act of 1934 or Section 30 of the Investment Company Act of 1940 during the preceding 12 months or for such shorter period that the registrant was required to file such report(s) been filed? If answer is no, identify report(s). Yes ☒ No ☐

(3) Is it anticipated that any significant change in results of operations from the corresponding period for the last fiscal year will be reflected by the earnings statements to be included in the subject report or portion thereof? Yes ☐ No ☒

If so, attach an explanation of the anticipated change, both narratively and quantitatively, and, if appropriate, state the reasons why a reasonable estimate of the results cannot be made.

TerraForm Global, Inc.

(Name of Registrant as Specified in Charter)

has caused this notification to be signed on its behalf by the undersigned hereunto duly authorized.

Date: September 14, 2015

By: /s/ Yana Kravtsova
Yana Kravtsova
Senior Vice President, General Counsel and
Secretary

ATTENTION

Intentional misstatements or omissions of fact constitute Federal Criminal Violations (See 18 U.S.C. 1001).