### Edgar Filing: Pattern Energy Group Inc. - Form 4

Pattern Energ	gy Group Inc.										
Form 4											
December 16	5, 2014										
FORM 4 UNITED STATES SECURIT										PPROVAL	
Check this box if no longer subject to Section 16. Form 4 or				RITIES AND EXCHANGE COMMISSION shington, D.C. 20549					Number:	3235-0287	
				SECUR	ITIES			Expires: January 31, 2005 Estimated average burden hours per response 0.5			
Form 5 obligation may cont <i>See</i> Instru 1(b).	a) of the I	Section 16(a) of the Securities Exchange Act of 1934, Public Utility Holding Company Act of 1935 or Section ) of the Investment Company Act of 1940									
(Print or Type F	Responses)										
Elkort Daniel M. Symbol				Name and	l Ticker or	Tradi	ng	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
			Pattern	Energy G	roup Inc	. [PE	GI]				
(Last)	(First) (1	Middle)		f Earliest Tr	ransaction						
PIER 1, BAY 3 12/1			(Month/D 12/12/20	-				Director 10% Owner X Officer (give title Other (specify below) below) Exec. V.P. and Gen. Counsel			
			4. If Ame	If Amendment, Date Original				6. Individual or Joint/Group Filing(Check			
Filed(Mon SAN FRANCISCO, CA 94111				onth/Day/Year)				Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting			
SAN FRAN	CISCO, CA 941	11						Person			
(City)	(State)	(Zip)	Tabl	e I - Non-E	<b>)</b> erivative	Secur	ities Acq	uired, Disposed of	, or Beneficial	ly Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	e 2A. Deen Execution any (Month/D	n Date, if	3. Transactio Code (Instr. 8)	4. Securi on(A) or D (Instr. 3,	ispose	d of (D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		
				Code V	Amount	(D)	Price	(Instr. 3 and 4)			
Class A Common Stock	12/12/2014			F	1,448 (1)	D	\$ 24.35	21,337	D		

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

 (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transact: Code (Instr. 8)	5. orNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	;	Date	Amou Unde Secur	le and unt of rlying ities . 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secu Bene Owno Follo Repo Trans (Instr
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

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# **Reporting Owners**

Reporting Owner Name / Address	Relationships							
	Director	10% Owner	Officer	Other				
Elkort Daniel M. PIER 1, BAY 3 SAN FRANCISCO, CA 94111			Exec. V.P. and Gen. Counsel					
Signatures								
/s/ Dyann S. Blaine, attorney-in-fact		12/16/2014						
<u>**</u> Signature of Reporting Person		Date						

### <u>\*\*</u>Signature of Reporting Person

## **Explanation of Responses:**

- If the form is filed by more than one reporting person, see Instruction 4(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). \*\*
- Represents shares withheld for satisfaction of a tax withholding obligation arising as a result of the partial vesting of a restricted stock (1) grant previously reported.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.