

In re: SunEdison, Inc., et al. (Chapter 11 Case No. 16-10992)

NOTICE OF DISTRIBUTION TO HOLDERS OF THE FOLLOWING:

Second Lien Senior Notes (CUSIP 86732YAN9)
0.25% Senior Unsecured Convertible Notes (144A) (CUSIP 86732YAE9)
3.375% Senior Unsecured Convertible Notes (144A) (CUSIP 86732YAK5)
2.625% Senior Unsecured Convertible Notes (144A) (CUSIP 86732YAJ8)
2.00% Senior Unsecured Convertible Notes (CUSIP 86732YAC3)
2.375% Senior Unsecured Convertible Notes (CUSIP 86732YAH2)
2.75% Senior Unsecured Convertible Notes (CUSIP 86732YAD1)
3.75% Exchangeable Notes (144A) (CUSIP 81642E AA1)

The *First Amended Joint Plan of Reorganization of SunEdison, Inc. and its Debtor Affiliates* (the “Plan”) was confirmed by the United States Bankruptcy Court for the Southern District of New York on July 28, 2017. The effective date of the Plan was December 29, 2017. Pursuant to the Plan, the above-referenced notes (except for CUSIP 81642E AA1, as described more fully below) shall be deemed cancelled as of the Effective Date.¹

Distributions to Second Lien Notes

Pursuant to the Plan, holders of Second Lien Notes (CUSIP 86732YAN9) as of the Effective Date are entitled to receive pro rata distributions of 10% of the New SUNE Common Stock and 10% of the Continuing TERP Class A Shares (both of which are not DTC-eligible). The New SUNE Common Stock and Continuing TERP Class A Shares shall be distributed as soon as reasonably practicable after the Effective Date based on certain distribution registration documents to be distributed to such holders on the Effective Date or promptly thereafter (which documents should then be completed and returned to Prime Clerk in accordance with the instructions set forth therein). In addition, holders of Second Lien Notes are entitled to receive their pro rata share of non-DTC eligible Class B GUC/Litigation Trust Interests. To facilitate the potential future cash distributions on account of such Class B GUC/Litigation Trust Interests, holders of Second Lien Notes as of the Effective Date shall receive, as a mandatory exchange for their Second Lien Notes, an escrow CUSIP established by DTC (at a rate of \$1,000 principal amount of the escrow cusip per \$1,000 principal amount of Second Lien Notes) to which future cash distributions on account of Class B GUC/Litigation Trust Interests shall be made on a pro rata basis.

Distributions to Convertible Senior Notes Claims (General Unsecured Claims)

Pursuant to the Plan, holders of the Convertible Senior Notes described in the chart below are entitled to receive their pro rata share of non-DTC eligible Class A GUC/Litigation Trust Interests. To facilitate the potential future cash distributions on account of such Class A

¹ Any capitalized terms not defined herein shall have the meanings ascribed to such terms in the Plan.

GUC/Litigation Trust Interests, holders of Convertible Senior Notes as of the Effective Date shall receive, as a mandatory exchange for their applicable Convertible Senior Notes, an escrow CUSIP established by DTC to which future cash distributions on account of Class A GUC/Litigation Trust Interests shall be made on a pro rata basis.

Issuer	Security Description	CUSIP	Rate of Escrow CUSIP per \$1,000 principal amount
SunEdison Inc.	0.25% Senior Unsecured Convertible Notes (144A)	86732YAE9	\$1,000
SunEdison Inc.	3.375% Senior Unsecured Convertible Notes (144A)	86732YAK5	\$1,000
SunEdison Inc.	2.625% Senior Unsecured Convertible Notes (144A)	86732YAJ8	\$1,000
SunEdison Inc.	2.00% Senior Unsecured Convertible Notes	86732YAC3	\$1,000
SunEdison Inc.	2.375% Senior Unsecured Convertible Notes	86732YAH2	\$1,000
SunEdison Inc.	2.75% Senior Unsecured Convertible Notes	86732YAD1	\$1,000

In addition to the above and for informational purposes only, in accordance with the Plan, the below CUSIP shall not be cancelled, but shall remain outstanding. Holders of the below CUSIP are expected to receive future cash distributions on account of their Class A GUC/Litigation Trust Interests contemporaneously with future cash distributions to be made to the escrow CUSIPs established for the above-referenced securities.

Issuer	Security Description	CUSIP
Seller Note LLC (guaranteed by SunEdison Inc.)	3.75% Exchangeable Notes (144A)	81642E AA1

If you have any questions or concerns, please contact Prime Clerk by emailing sunedisonballots@primeclerk.com.