

OMB APPROVAL	
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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* <u>R/C Renewable Energy GP II, L.L.C.</u>  (Last) (First) (Middle) 712 FIFTH AVENUE 36TH FLOOR  (Street) NEW YORK NY 10019  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>Pattern Energy Group Inc. [ PEGI ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  Director <input checked="" type="checkbox"/> 10% Owner  Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) 06/21/2017	
4. If Amendment, Date of Original Filed (Month/Day/Year)		

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Class A Common Stock	06/21/2017		S		8,700,000	D	\$21.9082	8,262,546	I	See Footnotes <sup>(1)(2)</sup>

**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. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date					

1. Name and Address of Reporting Person* <u>R/C Renewable Energy GP II, L.L.C.</u>  (Last) (First) (Middle) 712 FIFTH AVENUE 36TH FLOOR  (Street) NEW YORK NY 10019  (City) (State) (Zip)		
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1. Name and Address of Reporting Person\*

[Pattern Energy Group Holdings LP](#)

(Last) (First) (Middle)  
PIER 1, BAY 3

(Street)  
SAN FRANCISCO CA 94111

(City) (State) (Zip)

1. Name and Address of Reporting Person\*

[Pattern Energy GP, LLC](#)

(Last) (First) (Middle)  
PIER 1, BAY 3

(Street)  
SAN FRANCISCO CA 94111

(City) (State) (Zip)

1. Name and Address of Reporting Person\*

[Pattern Energy Group LP](#)

(Last) (First) (Middle)  
PIER 1, BAY 3

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SAN FRANCISCO CA 94111

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1. Name and Address of Reporting Person\*

[Pattern Renewables GP LLC](#)

(Last) (First) (Middle)  
PIER 1, BAY 3

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SAN FRANCISCO CA 94111

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1. Name and Address of Reporting Person\*

[Pattern Renewables LP](#)

(Last) (First) (Middle)  
PIER 1, BAY 3

(Street)  
SAN FRANCISCO CA 94111

(City) (State) (Zip)

1. Name and Address of Reporting Person*		
<a href="#">Riverstone/Carlyle Renewable Energy Grant GP, L.L.C.</a>		
(Last)	(First)	(Middle)
712 FIFTH AVENUE 36TH FLOOR		
(Street)		
NEW YORK	NY	10019
(City) (State) (Zip)		
1. Name and Address of Reporting Person*		
<a href="#">R/C Wind II LP</a>		
(Last)	(First)	(Middle)
712 FIFTH AVENUE 36TH FLOOR		
(Street)		
NEW YORK	NY	10019
(City) (State) (Zip)		
1. Name and Address of Reporting Person*		
<a href="#">Pattern Energy Group Holdings GP LLC</a>		
(Last)	(First)	(Middle)
712 FIFTH AVE. 36TH FLOOR		
(Street)		
NEW YORK	NY	10019
(City) (State) (Zip)		

**Explanation of Responses:**

1. Held of record by Pattern Development Finance Company LLC and Pattern Renewables LP. Pattern Renewables GP LLC is the general partner of Pattern Renewables LP. Pattern Energy Group LP is the sole member of each of Pattern Development Finance Company LLC and Pattern Renewables GP LLC. Pattern Energy GP LLC is the general partner of Pattern Energy Group LP. Pattern Energy Group Holdings LP is the managing member of Pattern Energy GP LLC. Pattern Energy Group Holdings GP LLC is the general partner of Pattern Energy Group Holdings LP. R/C Wind II LP is the managing member of Pattern Energy Group Holdings GP LLC. Riverstone/Carlyle Renewable Energy Grant GP, L.L.C. is the general partner of R/C Wind II LP. R/C Renewable Energy GP II, LLC is the managing member of Riverstone/Carlyle Renewable Energy Grant GP, L.L.C.

2. R/C Renewable Energy GP II, LLC is managed by a five-person investment committee. Pierre F. Lapeyre, Jr., David M. Leuschen, Michael B. Hoffman, Daniel A. D'Aniello and Edward J. Mathias, as the members of the investment committee of R/C Renewable Energy GP II, LLC, may be deemed to share beneficial ownership of the shares beneficially owned by R/C Wind II LP. Such individuals expressly disclaim any such beneficial ownership.

[R/C/ Renewable Energy GP II, LLC By: /s/ Thomas Walker. 06/23/2017](#)  
[Authorized Person](#)  
[Pattern Energy Group Holdings LP By: /s/ Daniel M. Elkhort, Vice President 06/23/2017](#)  
[Pattern Energy GP LLC By: /s/ Daniel M. Elkhort, Vice President 06/23/2017](#)  
[Pattern Energy Group LP By: /s/ Dyann S. Blaine, Vice President 06/23/2017](#)  
[Pattern Renewables GP LLC By: /s/ Dyann S. Blaine, Vice President 06/23/2017](#)  
[Pattern Renewables LP By: /s/ Dyann S. Blaine, Vice President 06/23/2017](#)

Riverstone/Carlyle Renewable Energy Grant GP, L.L.C. By: R/C/ Renewable Energy GP II, LLC, its sole member By: /s/ Thomas Walker, Authorized Person 06/23/2017

RC Wind II LP By: Riverstone/Carlyle Renewable Energy Grant GP, L.L.C., its general partner By: R/C/ Renewable Energy GP II, LLC, its sole member By: /s/ Thomas Walker, Authorized Person 06/23/2017

Pattern Energy Group Holdings GP LLC By: RC Wind II LP, its managing member By: Riverstone/Carlyle Renewable Energy Grant GP, L.L.C., its general partner By: R/C/ Renewable Energy GP II, LLC, its sole member By: /s/ Thomas Walker, Authorized Person 06/23/2017

\*\* Signature of Reporting Person      Date

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

\* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

**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 Number.**