



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

DIVISION OF  
CORPORATION FINANCE

Mail Stop 3561

September 14, 2016

Charles Wheeler  
Chief Executive Officer  
Greenbacker Renewable Energy Company LLC  
369 Lexington Avenue, Suite 312  
New York, New York 10017

**Re: Greenbacker Renewable Energy Company LLC**  
**Form 10-K for the Fiscal Year Ended December 31, 2015**  
**Filed March 10, 2016**  
**File No. 0-55610**

Dear Mr. Wheeler:

We have completed our review of your filing. We remind you that our comments or changes to disclosure in response to our comments do not foreclose the Commission from taking any action with respect to the company or the filing and the company may not assert staff comments as a defense in any proceeding initiated by the Commission or any person under the federal securities laws of the United States. We urge all persons who are responsible for the accuracy and adequacy of the disclosure in the filing to be certain that the filing includes the information the Securities Exchange Act of 1934 and all applicable rules require.

Sincerely,

/s/ William H. Thompson

William H. Thompson  
Accounting Branch Chief  
Office of Consumer Products

cc: Timothy P. Selby, Esq.  
Blake E. Estes, Esq.  
Alston & Bird LLP