

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

SCHEDULE 13G

Under the Securities Exchange Act of 1934
(Amendment No. 1)*

ATLANTICA YIELD PLC

(Name of Issuer)

Ordinary Shares, nominal value \$0.10 per share

(Title of Class of Securities)

G0751N103

(CUSIP Number)

December 31, 2016

(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule 13G is filed:

- Rule 13d-1(b)
 Rule 13d-1(c)
 Rule 13d-1(d)

*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

(1) Names of Reporting Persons. I.R.S. Identification Nos. of Above Persons (entities only):

Appaloosa LP

(2) Check the Appropriate Box if a Member of a Group (See Instructions)

(a) (b)

(3) SEC Use Only

(4) Citizenship or Place of Organization: Delaware

Number of Shares Beneficially Owned By Each Reporting Person With	(5) Sole Voting Power:	0
	(6) Shared Voting Power:	5,820,326
	(7) Sole Dispositive Power:	0
	(8) Shared Dispositive Power:	5,820,326

(9) Aggregate Amount Beneficially Owned by Each Reporting Person: 5,820,326

(10) Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions): N/A

(11) Percent of Class Represented by Amount in Row (9): 5.8%*

(12) Type of Reporting Person (See Instructions): PN

* Based on 100,217,260 ordinary shares in issue as of September 30, 2016 as set forth in the Issuer's Report on Form 6-K (No. 001-36487) filed with the Securities and Exchange Commission on November 14, 2016.

(1) Names of Reporting Persons. I.R.S. Identification Nos. of Above Persons (entities only):

Appaloosa Investment Limited Partnership I

(2) Check the Appropriate Box if a Member of a Group (See Instructions)

(a) (b)

(3) SEC Use Only

(4) Citizenship or Place of Organization: Delaware

Number of Shares Beneficially Owned By Each Reporting Person With	(5) Sole Voting Power:	0
	(6) Shared Voting Power:	2,513,197
	(7) Sole Dispositive Power:	0
	(8) Shared Dispositive Power:	2,513,197

(9) Aggregate Amount Beneficially Owned by Each Reporting Person: 2,513,197

(10) Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions): N/A

(11) Percent of Class Represented by Amount in Row (9):

2.5%*

(12) Type of Reporting Person (See Instructions): PN

* Based on 100,217,260 ordinary shares in issue as of September 30, 2016 as set forth in the Issuer's Report on Form 6-K (No. 001-36487) filed with the Securities and Exchange Commission on November 14, 2016.

CUSIP NO. G0751N103

(1) Names of Reporting Persons. I.R.S. Identification Nos. of Above Persons (entities only):

Palomino Master Ltd.

(2) Check the Appropriate Box if a Member of a Group (See Instructions)

(a)

(b)

(3) SEC Use Only

(4) Citizenship or Place of Organization: British Virgin Islands

Number of Shares Beneficially Owned By	(5) Sole Voting Power:	0
Each Reporting Person With	(6) Shared Voting Power:	3,307,129
	(7) Sole Dispositive Power:	0
	(8) Shared Dispositive Power:	3,307,129

(9) Aggregate Amount Beneficially Owned by Each Reporting Person: 3,307,129

(10) Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions): N/A

(11) Percent of Class Represented by Amount in Row (9):

3.3%*

(12) Type of Reporting Person (See Instructions): CO

* Based on 100,217,260 ordinary shares in issue as of September 30, 2016 as set forth in the Issuer's Report on Form 6-K (No. 001-36487) filed with the Securities and Exchange Commission on November 14, 2016.

(1) Names of Reporting Persons. I.R.S. Identification Nos. of Above Persons (entities only):

Appaloosa Management L.P.

(2) Check the Appropriate Box if a Member of a Group (See Instructions)

(a)

(b)

(3) SEC Use Only

(4) Citizenship or Place of Organization: Delaware

Number of Shares Beneficially Owned By Each Reporting Person With	(5) Sole Voting Power:	0
	(6) Shared Voting Power:	2,513,197
	(7) Sole Dispositive Power:	0
	(8) Shared Dispositive Power:	2,513,197

(9) Aggregate Amount Beneficially Owned by Each Reporting Person: 2,513,197

(10) Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions): N/A

(11) Percent of Class Represented by Amount in Row (9):

2.5%*

(12) Type of Reporting Person (See Instructions): PN

* Based on 100,217,260 ordinary shares in issue as of September 30, 2016 as set forth in the Issuer's Report on Form 6-K (No. 001-36487) filed with the Securities and Exchange Commission on November 14, 2016.

CUSIP NO. G0751N103

(1) Names of Reporting Persons. I.R.S. Identification Nos. of Above Persons (entities only):

Appaloosa Partners Inc.

(2) Check the Appropriate Box if a Member of a Group (See Instructions)

(a)

(b)

(3) SEC Use Only

(4) Citizenship or Place of Organization: Delaware

Number of Shares Beneficially Owned By	(5) Sole Voting Power:	0
Each Reporting Person With	(6) Shared Voting Power:	2,513,197
	(7) Sole Dispositive Power:	0
	(8) Shared Dispositive Power:	2,513,197

(9) Aggregate Amount Beneficially Owned by Each Reporting Person: 2,513,197

(10) Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions): N/A

(11) Percent of Class Represented by Amount in Row (9):

2.5%*

(12) Type of Reporting Person (See Instructions): CO

* Based on 100,217,260 ordinary shares in issue as of September 30, 2016 as set forth in the Issuer's Report on Form 6-K (No. 001-36487) filed with the Securities and Exchange Commission on November 14, 2016.

(1) Names of Reporting Persons. I.R.S. Identification Nos. of Above Persons (entities only):

David A. Tepper

(2) Check the Appropriate Box if a Member of a Group (See Instructions)

(a)

(b)

(3) SEC Use Only

(4) Citizenship or Place of Organization: United States

Number of Shares Beneficially Owned By	(5) Sole Voting Power:	0
Each Reporting Person With	(6) Shared Voting Power:	5,820,326
	(7) Sole Dispositive Power:	0
	(8) Shared Dispositive Power:	5,820,326

(9) Aggregate Amount Beneficially Owned by Each Reporting Person: 5,820,326

(10) Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions): N/A

(11) Percent of Class Represented by Amount in Row (9):

5.8%*

(12) Type of Reporting Person (See Instructions): IN

* Based on 100,217,260 ordinary shares in issue as of September 30, 2016 as set forth in the Issuer's Report on Form 6-K (No. 001-36487) filed with the Securities and Exchange Commission on November 14, 2016.

Item 1(a). Name Of Issuer:

Atlantica Yield plc

Item 1(b). Address of Issuer's Principal Executive Offices:

Great West House, GW1, 17th Floor
Great West Road
Brentford TW8 9DF
United Kingdom

Item 2(a). Name of Person Filing:

This statement is being filed by and on behalf of Appaloosa LP ("ALP"), Appaloosa Investment Limited Partnership I ("AILP"), Palomino Master Ltd. ("Palomino Master"), Appaloosa Management L.P. ("AMLP"), Appaloosa Partners Inc. ("API") and David A. Tepper ("Mr. Tepper" and, together with ALP, AILP, Palomino Master, AMLP and API, the "Reporting Persons"). ALP serves as investment adviser to AILP and Palomino Master. AMLP is the general partner of AILP. API is the general partner of, and Mr. Tepper owns a majority of the limited partnership interest in, AMLP. Mr. Tepper is the sole stockholder and president of API and the controlling stockholder and president of Appaloosa Capital, Inc. ("ACI"). ACI is the general partner of, and Mr. Tepper owns a majority of the limited partnership interests in, ALP.

Item 2(b). Address of Principal Business Office or, if None, Residence:

The business address of ALP is Appaloosa LP, 51 John F. Kennedy Parkway, Short Hills, New Jersey 07078. The business address of each of AILP and Palomino Master is c/o Appaloosa LP, 51 John F. Kennedy Parkway, Short Hills, New Jersey 07078. The business address of AMLP is Appaloosa Management L.P., 404 Washington Avenue, Suite 810, Miami, Florida 33139. The business address of each of API and Mr. Tepper is c/o Appaloosa Management L.P., 404 Washington Avenue, Suite 810, Miami, Florida 33139.

Item 2(c). Citizenship:

ALP is a Delaware limited partnership. AILP is a Delaware limited partnership. Palomino Master is a British Virgin Islands company. AMLP is a Delaware limited partnership. API is a Delaware corporation. Mr. Tepper is a citizen of the United States.

Item 2(d). Title of Class of Securities:

Ordinary Shares, nominal value \$0.10 per share

Item 2(e). CUSIP No.:

G0751N103

Item 3. If This Statement Is Filed Pursuant to §240.13d-1(b) or 240.13d-2(b) or (c), Check Whether the Person Filing is a:

- (a) Broker or dealer registered under section 15 of the Act (15 U.S.C. 78o);
- (b) Bank as defined in section 3(a)(6) of the Act (15 U.S.C. 78c);
- (c) Insurance company as defined in section 3(a)(19) of the Act (15 U.S.C. 78c);
- (d) Investment company registered under Section 8 of the Investment Company Act of 1940 (15 U.S.C. 80a-8);
- (e) An investment adviser in accordance with §240.13d-1(b)(1)(ii)(E);
- (f) An employee benefit plan or endowment fund in accordance with §240.13d-1(b)(1)(ii)(F);
- (g) A parent holding company or control person in accordance with §240.13d-1(b)(1)(ii)(G);
- (h) A savings association as defined in Section 3(b) of the Federal Deposit Insurance Act (12 U.S.C. 1813);
- (i) A church plan that is excluded from the definition of an investment company under section 3(c)(14) of the Investment Company Act (15 U.S.C. 80a-3);
- (j) A non-U.S. institution in accordance with §240.13d-1(b)(1)(ii)(J);
- (k) Group, in accordance with §240.13d-1(b)(1)(ii)(K)

Item 4. Ownership.

- (a) See Item 9 of the cover pages to this Schedule 13G.
- (b) See Item 11 of the cover pages to this Schedule 13G.
- (c) See Items 5 through 8 of the cover pages to this Schedule 13G.

Item 5. Ownership of Five Percent or Less of a Class.

If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than 5 percent of the class of securities, check the following: .

Item 6. Ownership of More Than Five Percent on Behalf of Another Person.

Not Applicable.

Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on by the Parent Holding Company.

Not Applicable.

Item 8. Identification and Classification of Members of the Group.

Not Applicable.

Item 9. Notice of Dissolution of Group.

Not Applicable.

Item 10. Certification:

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were acquired and are held in the ordinary course of business and were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Dated: February 14, 2017

APPALOOSA INVESTMENT LIMITED PARTNERSHIP I

By: APPALOOSA LP,
Its Investment Adviser

By: APPALOOSA CAPITAL INC.,
Its General Partner

By: /s/ David A. Tepper
Name: David A. Tepper
Title: President

PALOMINO MASTER LTD.

By: APPALOOSA LP,
Its Investment Adviser

By: APPALOOSA CAPITAL INC.,
Its General Partner

By: /s/ David A. Tepper
Name: David A. Tepper
Title: President

APPALOOSA MANAGEMENT L.P.

By: APPALOOSA PARTNERS INC.,
Its General Partner

By: /s/ David A. Tepper
Name: David A. Tepper
Title: President

[Signature Pages to Schedule 13G]

APPALOOSA PARTNERS INC.

By: /s/ David A. Tepper
Name: David A. Tepper
Title: President

APPALOOSA LP

By: APPALOOSA CAPITAL INC.,
Its General Partner

By: /s/ David A. Tepper
Name: David A. Tepper
Title: President

/s/ David A. Tepper
David A. Tepper

**Attention: Intentional misstatements or omissions of fact constitute
Federal criminal violations (See 18 U.S.C. 1001).**

[Signature Pages to Schedule 13G]

EXHIBIT INDEX

A. Joint Filing Agreement, dated as of February 12, 2016, by and among Appaloosa LP, Appaloosa Investment Limited Partnership I, Palomino Master Ltd., Appaloosa Management L.P., Appaloosa Partners Inc. and David A. Tepper (incorporated by reference to Exhibit A to Schedule 13G, filed with the Securities and Exchange Commission on February 12, 2016).