### Edgar Filing: Sunrun Inc. - Form 4

Sunrun Inc. Form 4 August 10, 2 FORM Check th if no long subject to Section 1 Form 4 c Form 5 obligation may com See Instr 1(b).	<b>1 4</b> UNITED S uis box ger o 16. or Filed purs Section 17(a	<b>IENT OI</b> suant to S a) of the I	Was F CHAN Section 10 Public Ut	Shington, GES IN SECUR 6(a) of th ility Hold	D.C. 2054 BENEFIC RITIES e Securitie	<b>19</b> CIAL s Exc any A	<b>OWN</b> change Act of	OMMISSION NERSHIP OF Act of 1934, 1935 or Section 0	OMB Number: Expires: Estimated a burden hour response		
1. Name and Address of Reporting Person <u>*</u> Risk Gerald Alan			2. Issuer Name <b>and</b> Ticker or Trading Symbol <b>Sunrun Inc. [RUN]</b>					5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
			3. Date of Earliest Transaction (Month/Day/Year) 08/10/2015					X_ Director 10% Owner Officer (give title Other (specify below) below)			
SAN FRAN				ndment, Date Original nth/Day/Year)				<ul> <li>6. Individual or Joint/Group Filing(Check</li> <li>Applicable Line)</li> <li>_X_ Form filed by One Reporting Person</li> <li> Form filed by More than One Reporting</li> <li>Person</li> </ul>			
(City)	(State)	(Zip)	Tabl	e I - Non-D	Derivative Se	curiti	es Acai	uired, Disposed of	. or Beneficial	lv Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	Execution any	ned n Date, if	3. Transactio Code (Instr. 8)	4. Securitie on(A) or Disp (Instr. 3, 4)	s Acquosed c and 5) (A) or	uired of (D)	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	
Common Stock	08/10/2015			Code V C	Amount 490,054	(D) A	Price $ \frac{(1)}{(2)} $ $ (3) $		I	See footnote (4)	
Common Stock	08/10/2015			А	5,000 <u>(5)</u>	А	<u>(5)</u>	495,054	I	See footnote $(4)$	

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

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# 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)	xecution Date, if TransactionDerivative ny Code Securities		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Series A Preferred Stock (1)	<u>(1)</u>	08/10/2015		С	366,306	<u>(1)</u>	<u>(1)</u>	Common Stock	366,306
Series B Preferred Stock (2)	<u>(2)</u>	08/10/2015		С	87,606	(2)	(2)	Common Stock	87,606
Series E Preferred Stock (3)	<u>(3)</u>	08/10/2015		C	36,142	(3)	(3)	Common Stock	36,142

## **Reporting Owners**

<b>Reporting Owner Name / Address</b>		Relationships						
	Director	10% Owner	Officer	Other				
Risk Gerald Alan 595 MARKET STREET, 29TH FLOO SAN FRANCISCO, CA 94105	R X							
Signatures								
/s/ Jay Maloney, Attorney-in-Fact	08/10/2015							
<u>**</u> Signature of Reporting Person	Date							

## **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).
- (1) The Series A Preferred Stock automatically converted into Common Stock on a 1:1 basis immediately prior to the closing of the Issuer's initial public offering and had no expiration date.
- (2) The Series B Preferred Stock automatically converted into Common Stock on a 1:1 basis immediately prior to the closing of the Issuer's initial public offering and had no expiration date.
- (3) The Series E Preferred Stock automatically converted into Common Stock on a 1:1 basis immediately prior to the closing of the Issuer's initial public offering and had no expiration date.
- (4) The shares are held of record by the Reporting Person and the Reporting Person's spouse as co-trustees of the Risk Family Trust dated June 23, 2006.

(5)

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The shares were acquired pursuant to a Stock Issuance Agreement, the form of which is filed as Exhibit 4.4 to Amendment No. 1 to the Issuer's Registration Statement on Form S-1, filed with the Securities and Exchange Commission on July 22, 2015.

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.