Edgar Filing: Enphase Energy, Inc. - Form 4

Enphase Energ Form 4	gy, Inc.									
March 31, 201	6									
		OMB APPROVAL								
FORM	OMB Number:	3235-0287								
Check this				shington	,			Expires:	January 31, 2005	
if no longer subject to Section 16.	SIAIEN	STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES								
Form 4 or Form 5	TP'1 1				с .		A (C1024	response	. 0.5	
obligations may continu <i>See</i> Instruct 1(b).	ue. Section 17(a) of the l	Public U	tility Hol	ding Con		nge Act of 1934, of 1935 or Sectio 940	on		
(Print or Type Res	sponses)									
1. Name and Add NAHI PAUL	2. Issue Symbol	er Name an	d Ticker or	Trading	5. Relationship of Reporting Person(s) to Issuer					
		Enphas	e Energy	, Inc. [EN	IPH]	(Check all applicable)				
(Last)	(First) (I) (Middle) 3. Date of Earliest Transaction					(check an appreade)			
				Day/Year) 2016			X Director 10% Owner X Officer (give title Other (specify below) below) President and CEO			
	4. If Am	endment, D	ate Origina	1	6. Individual or Joint/Group Filing(Check					
Filed(Month/Day/Year)						Applicable Line) _X_ Form filed by One Reporting Person				
PETALUMA	, CA 94954							More than One R		
(City)	(State)	(Zip)	Tab	le I - Non-l	Derivative	Securities A	Acquired, Disposed of	of, or Beneficia	lly Owned	
1.Title of Security (Instr. 3)2. Transaction Date (Month/Day/Year)2A. Deeme Execution any (Month/Da		Date, ifTransactionAcquired (A) or CodeCodeDisposed of (D)y/Year)(Instr. 8)(Instr. 3, 4 and 5)			Securities Beneficially Owned	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	Transaction(s) (Instr. 3 and 4)			
Reminder: Repor	t on a separate line	e for each cl	ass of sec	urities bene	ficially own	ned directly	or indirectly.			
					infor n requir	nation cont ed to resp lys a curre	spond to the collectained in this form ond unless the for ntly valid OMB co	are not m	SEC 1474 (9-02)	

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
 (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date 3A. I	Deemed 4.	•	5. Number of	6. Date Exercisable and	7. Title and Amount of
Derivative	Conversion	(Month/Day/Year) Exec	ution Date, if The	ransaction	Derivative	Expiration Date	Underlying Securities
Security	or Exercise	any	С	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)

Edgar Filing: Enphase Energy, Inc. - Form 4

(Instr. 3)	Price of Derivative Security		(Month/Day/Year)	(Instr.	8)	Acquired (A Disposed o (Instr. 3, 4, 5)	f (D)				
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option (Right to Buy) (1)	\$ 2.14	03/29/2016		А		425,000		(2)	03/28/2023	Common Stock	425,000

Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
NAHI PAUL B C/O ENPHASE ENERGY, INC. 1420 N. MCDOWELL BLVD. PETALUMA, CA 94954	X		President and CEO				
Signatures							
/s/ Paul Nahi 03/3	1/2016						

<u>**</u>Signature of Reporting Person

Explanation of Responses:

* If the form is filed by more than one reporting person, see Instruction 4(b)(v).

Date

- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) Issued pursuant to the 2011 Equity Incentive Plan (the "Plan").

1/48th of the total number of shares subject to the Option granted shall vest and become exercisable on each monthly anniversary of the(2) Vesting Commencement Date (February 1, 2016) until the Option is 100% vested or vesting earlier terminates in accordance with the applicable stock option agreement, subject to the optionee's Continuous Service (as defined in the Plan).

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.