

SUNPOWER CORP
Form 4
March 03, 2015

FORM 4

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

OMB APPROVAL

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
WERNER THOMAS H

(Last) (First) (Middle)

C/O SUNPOWER CORPORATION, 77 RIO ROBLES

(Street)

SAN JOSE, CA 95134

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
SUNPOWER CORP [SPWR]

3. Date of Earliest Transaction (Month/Day/Year)
03/01/2015

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

____ Director _____ 10% Owner
____ Officer (give title below) _____ Other (specify below)
Director, Pres and CEO

6. Individual or Joint/Group Filing(Check Applicable Line)
X Form filed by One Reporting Person
___ Form filed by More than One Reporting Person

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 Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock	03/01/2015		M		75,000	A	\$ 0
Common Stock	03/01/2015		M		20,723	A	\$ 0
Common Stock	03/01/2015		M		16,667	A	\$ 0
Common Stock	03/01/2015		M		90,538	A	\$ 0
Common Stock	03/01/2015		M		120,593	A	\$ 0
							207,934
							228,657
							245,324
							335,862
							456,455

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Common Stock	03/01/2015	M	87,833	A	\$ 0	544,288	D
Common Stock	03/01/2015	F ⁽³⁾	39,135	D	\$ 32.66	505,153	D
Common Stock	03/01/2015	F ⁽³⁾	10,814	D	\$ 32.66	494,339	D
Common Stock	03/01/2015	F ⁽³⁾	8,697	D	\$ 32.66	485,642	D
Common Stock	03/01/2015	F ⁽³⁾	47,243	D	\$ 32.66	438,399	D
Common Stock	03/01/2015	F ⁽³⁾	62,926	D	\$ 32.66	375,473	D
Common Stock	03/01/2015	F ⁽³⁾	45,832	D	\$ 32.66	329,641	D

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

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 control number.

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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)	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 Underlying Security (Instr. 3 and 4)	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title
Restricted Stock Units (RSUs)	<u>(1)</u>	03/01/2015		M	75,000	<u>(2)</u>	<u>(2)</u>	Common Stock
Performance-Based Restricted Stock Units (PSUs)	<u>(4)</u>	03/01/2015		M	20,723	<u>(5)</u>	<u>(5)</u>	Common Stock
Restricted Stock Units (RSUs)	<u>(1)</u>	03/01/2015		M	16,667	<u>(6)</u>	<u>(6)</u>	Common Stock
Performance-Based Restricted Stock Units (PSUs)	<u>(4)</u>	03/01/2015		M	90,538	<u>(7)</u>	<u>(7)</u>	Common Stock
Performance-Based Restricted Stock	<u>(4)</u>	03/01/2015		M	120,593	<u>(7)</u>	<u>(7)</u>	Common Stock

