

FIRST SOLAR, INC.

FORM DEFA14A

(Additional Proxy Soliciting Materials (definitive))

Filed 04/05/17

Address	350 WEST WASHINGTON STREET SUITE 600 TEMPE, AZ 85281
Telephone	(602) 414-9300
CIK	0001274494
Symbol	FSLR
SIC Code	3674 - Semiconductors and Related Devices
Industry	Renewable Energy Equipment & Services
Sector	Energy
Fiscal Year	12/31

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

SCHEDULE 14A

**Proxy Statement Pursuant to Section 14(a) of
the Securities Exchange Act of 1934**

Filed by the Registrant

Filed by a party other than the Registrant

Check the appropriate box:

- Preliminary Proxy Statement
- Confidential, for Use of the Commission Only (as permitted by Rule 14a-6(e)(2))
- Definitive Proxy Statement
- Definitive Additional Materials
- Soliciting Material under §240.14a-12

First Solar, Inc.

(Name of Registrant as Specified In Its Charter)

(Name of Person(s) Filing Proxy Statement, if other than the Registrant)

Payment of Filing Fee (Check the appropriate box):

- No fee required
- Fee computed on table below per Exchange Act Rules 14a-6(i)(1) and 0-11
 - (1) Title of each class of securities to which transaction applies:

 - (2) Aggregate number of securities to which transaction applies:

 - (3) Per unit price or other underlying value of transaction computed pursuant to Exchange Act Rule 0-11 (set forth the amount on which the filing fee is calculated and state how it was determined):

 - (4) Proposed maximum aggregate value of transaction:

 - (5) Total fee paid:

- Fee paid previously with preliminary materials.
- Check box if any part of the fee is offset as provided by Exchange Act Rule 0-11(a)(2) and identify the filing for which the offsetting fee was paid previously. Identify the previous filing by registration statement number, or the Form or Schedule and the date of its filing.
 - (1) Amount Previously Paid:

 - (2) Form, Schedule or Registration Statement No.:

 - (3) Filing Party:

 - (4) Date Filed:

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 control number.

***** Exercise Your *Right* to Vote *****
**Important Notice Regarding the Availability of Proxy Materials for the
 Shareholder Meeting to Be Held on May 17, 2017**

FIRST SOLAR, INC.

**BROKER
 LOGO
 HERE**

Return Address Line 1
 Return Address Line 2
 Return Address Line 3
 51 MERCEDES WAY
 EDGEWOOD NY 11717

Investor Address Line 1
 Investor Address Line 2
 Investor Address Line 3
 Investor Address Line 4
 Investor Address Line 5
 John Sample
 1234 ANYWHERE STREET
 ANY CITY, ON A1A 1A1

1 OF 2
 12
 15



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Meeting Information

Meeting Type: Annual Meeting
For holders as of: March 28, 2017
Date: May 17, 2017 **Time:** 12:00 PM EDT
Location: Virtually via the internet at:
www.meetingcenter.io/257643858
 To access the virtual meeting, refer to
 the "Questions and Answers About the
 Meeting" section of the proxy statement.

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You are receiving this communication because you hold shares in the above named company.

This is not a ballot. You cannot use this notice to vote these shares. This communication presents only an overview of the more complete proxy materials that are available to you on the Internet. You may view the proxy materials online at www.proxyvote.com or easily request a paper copy (see reverse side).

We encourage you to access and review all of the important information contained in the proxy materials before voting.

See the reverse side of this notice to obtain proxy materials and voting instructions.

Broadridge Internal Use Only

Job #
 Envelope #
 Sequence #
 # of # Sequence #

— Before You Vote —
How to Access the Proxy Materials

Proxy Materials Available to VIEW or RECEIVE:

1. Annual Report 2. Notice & Proxy Statement

How to View Online:

Have the information that is printed in the box marked by the arrow → XXXX XXXX XXXX XXXX (located on the following page) and visit: www.proxyvote.com.

How to Request and Receive a PAPER or E-MAIL Copy:

If you want to receive a paper or e-mail copy of these documents, you must request one. There is NO charge for requesting a copy. Please choose one of the following methods to make your request:

- 1) BY INTERNET: www.proxyvote.com
- 2) BY TELEPHONE: 1-800-579-1639
- 3) BY E-MAIL*: sendmaterial@proxyvote.com

* If requesting materials by e-mail, please send a blank e-mail with the information that is printed in the box marked by the arrow → XXXX XXXX XXXX XXXX (located on the following page) in the subject line.

Requests, instructions and other inquiries sent to this e-mail address will NOT be forwarded to your investment advisor. Please make the request as instructed above on or before May 03, 2017 to facilitate timely delivery.

— How To Vote —

Please Choose One of the Following Voting Methods

Vote In Person: If you choose to vote these shares in person at the meeting, you must request a "legal proxy." To do so, please follow the instructions at www.proxyvote.com or request a paper copy of the materials, which will contain the appropriate instructions. Many shareholder meetings have attendance requirements including, but not limited to, the possession of an attendance ticket issued by the entity holding the meeting. Please check the meeting materials for any special requirements for meeting attendance.

Vote By Internet: To vote now by Internet, go to www.proxyvote.com. Have the information that is printed in the box marked by the arrow → XXXX XXXX XXXX XXXX available and follow the instructions.

Vote By Mail: You can vote by mail by requesting a paper copy of the materials, which will include a voting instruction form.

Internal Use
Only

Voting items

The Board of Directors recommends you vote FOR the following proposal(s):

1. Election of Directors

Nominees

1A Michael J. Ahearn

1B Sharon L. Allen

1C Richard D. Chapman

1D George A. Hambro

1E Craig Kennedy

1F James F. Nolan

1G William J. Post

1H J. Thomas Presby

1I Paul H. Stebbins

1J Michael Sweeney

1K Mark R. Widmar

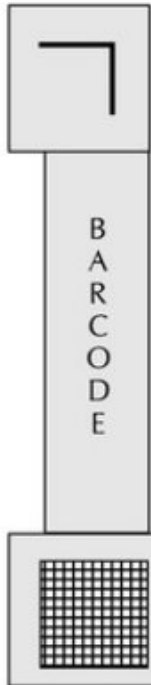
The Board of Directors recommends you vote FOR the following proposal(s):

2. Ratification of the appointment of PricewaterhouseCoopersLLP as the Independent Registered Public Accounting Firm for the year ending December 31, 2017.

3. Advisory vote to approve named executive officer compensation.

The Board of Directors recommends you vote 3 YEARS on the following proposal:

4. Advisory vote on the frequency of shareholder votes on executive compensation.



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Voting Items Continued

Reserved for Broadridge Internal Control Information

NOTE: Such other business as may properly come before the meeting or any adjournment thereof.

Voting Instructions

THIS SPACE RESERVED FOR LANGUAGE PERTAINING TO
BANKS AND BROKERS
AS REQUIRED BY THE NEW YORK STOCK EXCHANGE

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THIS SPACE RESERVED FOR SIGNATURES IF APPLICABLE

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First Solar.

IMPORTANT ANNUAL MEETING INFORMATION

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ENDORSEMENT_LINE _____ SACKPACK _____



MR A SAMPLE
DESIGNATION (IF ANY)
ADD 1
ADD 2
ADD 3
ADD 4
ADD 5
ADD 6



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Vote by Internet

- Go to www.envisionreports.com/FSLR
- Or scan the QR code with your smartphone
- Follow the steps outlined on the secure website

Stockholder Meeting Notice

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Important Notice Regarding the Availability of Proxy Materials for the First Solar, Inc. Annual Meeting of Stockholders to be Held on May 17, 2017

Pursuant to Securities and Exchange Commission rules, you are receiving this notice that the proxy statement and annual report to stockholders (the proxy materials) for the annual stockholders' meeting are available on the Internet. Follow the instructions below to view the materials and vote online or request a copy. The items to be voted on are on the reverse side. Your vote is important!

This communication is not a form for voting and presents only an overview of the more complete proxy materials, which contain important information and are available to you on the Internet or, upon request, by mail or email. We encourage you to access and review all of the important information contained in the proxy materials before voting. The proxy materials are available at:

www.envisionreports.com/FSLR



Easy Online Access — A Convenient Way to View Proxy Materials and Vote

When you go online to view materials, you can also vote your shares.

- Step 1:** Go to www.envisionreports.com/FSLR to view the materials.
- Step 2:** Click on **Cast Your Vote** or **Request Materials**.
- Step 3:** Follow the instructions on the screen to log in. You must have the 15 digit number printed in the shaded bar above to log in.
- Step 4:** Make your selection as instructed on each screen to select delivery preferences and vote.

When you go online, you can also help the environment by consenting to receive electronic delivery of future materials.



Obtaining a Copy of the Proxy Materials – If you want to receive a paper or e-mail copy of these documents, you must request one. There is no charge to you for requesting a copy. Please make your request for a copy as instructed on the reverse side on or before May 3, 2017 to facilitate timely delivery; otherwise, you will not receive a paper or email copy.



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Stockholder Meeting Notice

First Solar, Inc.'s Annual Meeting of Stockholders will be held on May 17, 2017 at 12:00 p.m. Eastern Time virtually via the internet. Registered stockholders will be able to view the live webcast of the meeting, vote and submit questions during the meeting by logging on to www.meetingcenter.io/257643858. To access the virtual meeting, you must have the 15 digit number that is printed in the shaded bar located on the reverse side of this form. The password for the meeting is FSLR2017.

Proposals to be voted on at the meeting are listed below along with the Board of Directors' recommendations.

The Board of Directors recommends a vote **FOR** all the nominees listed and **FOR** Proposals 2 and 3.

- | | | | | |
|---------------------------|------------------------|----------------------|-------------------------|-----------------------|
| 1. Election of Directors: | 01 - Michael J. Ahearn | 02 - Sharon L. Allen | 03 - Richard D. Chapman | 04 - George A. Hambro |
| | 05 - Craig Kennedy | 06 - James F. Nolan | 07 - William J. Post | 08 - J. Thomas Presby |
| | 09 - Paul H. Stebbins | 10 - Michael Sweeney | 11 - Mark R. Widmar | |
2. Ratification of the appointment of PricewaterhouseCoopers LLP as the Independent Registered Public Accounting Firm for the year ending December 31, 2017.
3. Advisory vote to approve named executive officer compensation.

The Board of Directors recommends that you vote 3 years for the following Proposal.

4. Advisory vote on the frequency of shareholder votes on executive compensation.

PLEASE NOTE – YOU CANNOT VOTE BY RETURNING THIS NOTICE. To vote your shares you must vote online, or request a paper copy of the proxy materials to receive a proxy card and vote by mail or telephone.



Here's how to order a copy of the proxy materials and select a future delivery preference:

Paper copies: Current and future paper delivery requests can be submitted via the telephone, Internet or email options below.

Email copies: Current and future email delivery requests must be submitted via the Internet following the instructions below. If you request an email copy of current materials you will receive an email with a link to the materials.

PLEASE NOTE: You must use the 15 digit number in the shaded bar on the reverse side when requesting a set of proxy materials.

- **Internet** – Go to www.envisionreports.com/FSLR. Click Cast Your Vote or Request Materials. Follow the instructions to log in and order a paper or email copy of the current meeting materials and submit your preference for email or paper delivery of future meeting materials.
- **Telephone** – Call us free of charge at 1-866-641-4276 using a touch-tone phone and follow the instructions to log in and order a paper copy of the materials by mail for the current meeting. You can also submit a preference to receive a paper copy for future meetings.
- **Email** – Send email to investorvote@computershare.com with "Proxy Materials FSLR" in the subject line. Include in the message your full name and address, plus the 15 digit number located in the shaded bar on the reverse, and state in the email that you want a paper copy of current meeting materials. You can also state your preference to receive a paper copy for future meetings.

To facilitate timely delivery, all requests for a paper copy of the proxy materials must be received by May 3, 2017.

The 2017 Annual Meeting of Stockholders of First Solar, Inc.
will be held on Wednesday, May 17, 2017, at 12:00 p.m., Eastern Time, virtually via the internet at
www.meetingcenter.io/257643858.

To access the virtual meeting, you must have the 15 digit number
that is printed in the shaded bar located on the reverse side of this form.

The password for this meeting is FSLR2017.

▼ IF YOU HAVE NOT VOTED VIA THE INTERNET OR TELEPHONE, FOLD ALONG THE PERFORATION, DETACH AND RETURN THE BOTTOM PORTION IN THE ENCLOSED ENVELOPE. ▼



Proxy — First Solar, Inc.

Solicited on Behalf of the Board of Directors for the Annual Meeting, May 17, 2017

2017 Annual Meeting of First Solar, Inc. Stockholders
May 17, 2017, 12:00 p.m. (Eastern Time)

The undersigned hereby appoints Mark R. Widmar, Paul J. Kaleta and Jason E. Dymbort (the "proxies"), or any of them, with full power of substitution, to represent and to vote the Common Stock of the undersigned at the annual meeting of stockholders of First Solar, Inc., to be held virtually via the internet on May 17, 2017, at 12:00 p.m., Eastern Time or at any adjournment thereof as stated on the reverse side.

You are encouraged to specify your choices by marking the appropriate boxes, SEE REVERSE SIDE, but you need not mark any boxes if you wish to vote in accordance with the Board of Directors' recommendations. Unless you are voting via the Internet or telephone, the proxies cannot vote your shares unless you sign and return this card.

C Non-Voting Items

Change of Address — Please print new address below.



IF VOTING BY MAIL, YOU MUST COMPLETE SECTIONS A - C ON BOTH SIDES OF THIS CARD.

