

# SUNPOWER CORP

Reported by  
**PRAKASH VIDUL**

## FORM 4

(Statement of Changes in Beneficial Ownership)

Filed 03/05/18 for the Period Ending 03/01/18

Address	77 RIO ROBLES SAN JOSE, CA, 95134
Telephone	408-240-5500
CIK	0000867773
Symbol	SPWR
SIC Code	3674 - Semiconductors and Related Devices
Industry	Renewable Energy Equipment & Services
Sector	Energy
Fiscal Year	12/31

# FORM 4

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

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continue. See Instruction 1(b).

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or  
Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person -*			2. Issuer Name and Ticker or Trading Symbol			5. Relationship of Reporting Person(s) to Issuer (Check all applicable)		
<b>Prakash Vidul</b>			<b>SUNPOWER CORP [ SPWR ]</b>			<input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> <input type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) <b>Principal Accounting Officer</b>		
(Last) (First) (Middle)			3. Date of Earliest Transaction (MM/DD/YYYY)					
<b>77 RIO ROBLES</b>			<b>3/1/2018</b>					
(Street)			4. If Amendment, Date Original Filed (MM/DD/YYYY)			6. Individual or Joint/Group Filing (Check Applicable Line)		
<b>SAN JOSE, CA 95134</b>						<input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person		
(City) (State) (Zip)								

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

1. Title of Security (Instr. 3)	2. Trans. Date	2A. Deemed Execution Date, if any	3. Trans. 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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	3/1/2018		M		2934	D	\$0.00	18549	D	
Common Stock	3/1/2018		M		834	D	\$0.00	19383	D	
Common Stock	3/1/2018		M		67	D	\$0.00	19450	D	
Common Stock	3/1/2018		M		2150	D	\$0.00	21600	D	
Common Stock	3/1/2018		M		600	D	\$0.00	22200	D	
Common Stock	3/1/2018		M		7500	D	\$0.00	29700	D	
Common Stock	3/1/2018		F	(1)	1015	D	\$7.06	28685	D	
Common Stock	3/1/2018		F	(1)	289	D	\$7.06	28396	D	
Common Stock	3/1/2018		F	(1)	24	D	\$7.06	28372	D	
Common Stock	3/1/2018		F	(1)	744	D	\$7.06	27628	D	
Common Stock	3/1/2018		F	(1)	208	D	\$7.06	27420	D	
Common Stock	3/1/2018		F	(1)	2594	D	\$7.06	24826	D	

**Table II - Derivative Securities Beneficially Owned ( e.g. , puts, calls, warrants, options, convertible securities)**

1. Title of Derivate Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Trans. Date	3A. Deemed Execution Date, if any	4. Trans. 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		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V		Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Restricted Stock Units (RSUs)	(2)	3/1/2018		M		2934	(3)	(3)	Common Stock	2934	\$0.00	0	D	
Restricted Stock Units (RSUs)	(2)	3/1/2018		M		834	(3)	(3)	Common Stock	834	\$0.00	0	D	
Restricted Stock Units (RSUs)	(2)	3/1/2018		M		67	(3)	(3)	Common Stock	67	\$0.00	0	D	
Restricted Stock Units (RSUs)	(2)	3/1/2018		M		2150	(4)	(4)	Common Stock	2150	\$0.00	4300	D	
Restricted Stock Units (RSUs)	(2)	3/1/2018		M		600	(4)	(4)	Common Stock	600	\$0.00	1200	D	
Restricted Stock Units (RSUs)	(2)	3/1/2018		M		7500	(4)	(4)	Common Stock	7500	\$0.00	22500	D	
Restricted Stock Units (RSUs)	(2)	3/1/2018		A		36000	(5)	(5)	Common Stock	36000	\$0.00	36000	D	

**Explanation of Responses:**

- Disposition of shares exempt under Rule 16b-3 as payment of tax liability to Company by delivery or withholding securities incident to vesting of restricted shares.
- Each RSU represents a contingent right to receive one share of the Issuer's Common Stock upon vesting.
- The last vesting date of these RSUs was March 1, 2018.

(4) The remaining RSUs shall vest on each of March 1, 2019 and March 1, 2020.

(5) The RSUs shall vest in four equal installments on each of March 1, 2019, March 1, 2020, March 1, 2021 and March 1, 2022.

#### Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
<b>Prakash Vidul</b> <b>77 RIO ROBLES</b> <b>SAN JOSE, CA 95134</b>			<b>Principal Accounting Officer</b>	

#### Signatures

**Lauren Walz, attorney-in-fact for Vidul Prakash**

—Signature of Reporting Person

**3/5/2018**

Date

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

\* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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