## Edgar Filing: Wenger Howard - Form 4

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June 05, 201	2										
FORM	14 UNITED	) стате	SECUE		ND EV(	<b>11 A R</b>		OMMISSION		PPROVAL	
UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549								OMB Number:	3235-0287		
Check th			V V CCL	,g,	D.C. 20				Expires:	January 31,	
if no long subject to		MENT O	F CHAN	GES IN	BENEFI	CIAI	LOW	NERSHIP OF	•	2005	
Section 1				SECURITIES					Estimated average burden hours per		
Form 4 o									response 0.8		
Form 5 obligatio	<b>n</b> o <b>*</b>						•	e Act of 1934,			
may cont <i>See</i> Instru 1(b).	tinue. Section 17		of the In	•	•	- ·		E 1935 or Sectio 40	n		
(Print or Type I	Responses)										
Wenger Howard Symbol			Symbol	er Name and Ticker or Trading OWER CORP [SPWR]				5. Relationship of Reporting Person(s) to Issuer			
(Lost)	(First)	(Middle)			•	, KJ		(Chec	k all applicable	e)	
(Last)	(First)	(Middle)	3. Date of (Month/D	Earliest Tr	ansaction			Director	10%	Owner	
C/O SUNPO	OWER		06/01/2	-				Officer (give	title Othe	er (specify	
CORPORA	TION, 77 RIO I	ROBLES						below) Pres	below) bident, Regions		
				If Amendment, Date Original				6. Individual or Joint/Group Filing(Check			
SAN JOSE,	CA 95134		Filed(Mor	nth/Day/Year	)			· · · · · · · · · · · · · · · · · · ·	One Reporting Pe Iore than One Re		
								Person			
(City)	(State)	(Zip)	Tabl	e I - Non-D	erivative S	Securi	ties Acq	uired, Disposed of	f, or Beneficial	ly Owned	
1.Title of Security (Instr. 3)	any		on Date, if	3.4. Securities AcquiredTransactior(A) or Disposed of (D)Code(Instr. 3, 4 and 5)				Securities Beneficially	6. Ownership Form: Direct (D) or		
		(Month/	(Month/Day/Year)		(Instr. 8) (A)			Owned Following Reported Transaction(s)	Indirect (I) (Instr. 4)	Ownership (Instr. 4)	
				Code V	Amount	or (D)	Price	(Instr. 3 and 4)			
Common Stock	06/01/2012			М	40,000	A	\$0	83,469	D		
Common Stock	06/01/2012			F <u>(3)</u>	14,672	D	\$ 4.74	68,797	D		

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)	4. Transactic Code (Instr. 8)	5. Number of orDerivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8. l De Sec (In
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Restricted Stock Units (RSUs)	<u>(1)</u>	06/01/2012		М	40,000	(2)	(2)	Common Stock	40,000	

## **Reporting Owners**

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
Wenger Howard C/O SUNPOWER CORPORATION 77 RIO ROBLES SAN JOSE, CA 95134			President, Regions				
Signatures							
/s/ Karla Rogers attorney-in-fact for H Wenger	Howard	(	06/05/2012				
<b>**</b> Signature of Reporting Person			Date				
<b>Explanation of Respo</b>	onses	:					

- \* 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) Each RSU represents a contingent right to receive one share of the Issuer's Common Stock upon vesting.
- (2) The RSUs vest in three equal installments on each of June 1, 2012, June 1, 2013 and June 1, 2014.
- (3) 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 stock shares.

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.