

FIRST SOLAR, INC.
Form 4
July 05, 2016

FORM 4

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may 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, 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 *
Kishkill Joseph

(Last) (First) (Middle)

C/O FIRST SOLAR INC., 350
WEST WASHINGTON STREET,
SUITE 600

(Street)

TEMPE, AZ 85281-1244

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
FIRST SOLAR, INC. [FSLR]

3. Date of Earliest Transaction
(Month/Day/Year)
06/30/2016

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)
President, International

6. Individual or Joint/Group Filing(Check Applicable Line)
 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 or Price		
Common Stock	06/30/2016		M		2,942 (1)	A	\$ 0 33,024 D
Common Stock	06/30/2016		M		2,623 (2)	A	\$ 0 35,647 D
Common Stock	06/30/2016		M		2,992 (3)	A	\$ 0 38,639 D
Common Stock	06/30/2016		M		4,498 (4)	A	\$ 0 43,137 D
Common Stock	06/30/2016		F		805 (5)	D	\$ 48.48 42,332 D

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Common Stock	06/30/2016	F	987 ⁽⁵⁾	D	\$ 48.48	41,345	D
Common Stock	06/30/2016	F	1,256 ⁽⁵⁾	D	\$ 48.48	40,089	D
Common Stock	06/30/2016	F	1,887 ⁽⁵⁾	D	\$ 48.48	38,202	D

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

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(9-02)

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 Amount of Underlying Securities (Instr. 3 and 4)	8. Price or Number of Shares
Restricted Stock Units	<u>(6)</u>	06/30/2016		M	2,942	<u>(7)</u> / <u>(7)</u>	Common Stock	2,942
Restricted Stock Units	<u>(6)</u>	06/30/2016		M	2,623	<u>(8)</u> / <u>(8)</u>	Common Stock	2,623
Restricted Stock Units	<u>(6)</u>	06/30/2016		M	2,992	<u>(9)</u> / <u>(9)</u>	Common Stock	2,992
Restricted Stock Units	<u>(10)</u>	06/30/2016		M	4,498	<u>(11)</u> / <u>(11)</u>	Common Stock	4,498

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

Kishkill Joseph
C/O FIRST SOLAR INC.
350 WEST WASHINGTON STREET, SUITE 600
TEMPE, AZ 85281-1244

President,
International

Signatures

/s/ Peter C. Bartolino,
Attorney-in-fact

07/05/2016

__Signature of Reporting Person

Date

Explanation of Responses:

- * 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) Represents shares of common stock issued upon vesting of 25% of the restricted stock units granted on September 9, 2013.
- (2) Represents shares of common stock issued upon vesting of 25% of the restricted stock units granted on March 5, 2014.
- (3) Represents shares of common stock issued upon vesting of 25% of the restricted stock units granted on March 5, 2015.
- (4) Represents shares of common stock issued upon vesting of 25% of the restricted stock units granted on March 8, 2016.
- (5) Represents shares of common stock withheld by the Issuer to satisfy certain tax withholding obligations with the vesting of the restricted stock units.
- (6) Each restricted stock unit represents the right to receive, upon vesting, one share of the Issuer's common stock in accordance with the Issuer's 2010 Omnibus Incentive Compensation Plan.
- The restricted stock units were granted on September 9, 2013 pursuant to the Reporting Person's Employment Agreement. These units are scheduled to vest annually at a rate of 25% on each anniversary of the grant date. Twelve months of vesting occurred on June 30, 2016, the effective date of the Reporting Person's termination of employment with the Issuer, pursuant to the terms of the Reporting Person's Employment Agreement.
- (7)
- The restricted stock units were granted on March 5, 2014 as part of the Issuer's annual equity grant to executive officers. These units are scheduled to vest annually at a rate of 25% on each anniversary of the grant date, commencing on the first anniversary of the grant date. Twelve months of vesting occurred on June 30, 2016, the effective date of the Reporting Person's termination of employment with the Issuer, pursuant to the terms of the Reporting Person's Employment Agreement.
- (8)
- The restricted stock units were granted on March 5, 2015 as part of the Issuer's annual equity grant to executive officers. These units are scheduled to vest annually at a rate of 25% on each anniversary of the grant date, commencing on the first anniversary of the grant date. Twelve months of vesting occurred on June 30, 2016, the effective date of the Reporting Person's termination of employment with the Issuer, pursuant to the terms of the Reporting Person's Employment Agreement.
- (9)
- (10) Each restricted stock unit represents the right to receive, upon vesting, one share of the Issuer's common stock in accordance with the Issuer's 2015 Omnibus Incentive Compensation Plan.
- The restricted stock units were granted on March 8, 2016 as part of the Issuer's annual equity grant to executive officers. These units are scheduled to vest annually at a rate of 25% on each anniversary of the grant date, commencing on the first anniversary of the grant date. Twelve months of vesting occurred on June 30, 2016, the effective date of the Reporting Person's termination of employment with the Issuer, pursuant to the terms of the Reporting Person's Employment Agreement.
- (11)

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.