#### Edgar Filing: SUNPOWER CORP - Form 4

SUNPOWEI Form 4	R CORP											
June 18, 201	4											
FORM	14						on the			PPROVAL		
	UNITED	STATES	SECURITIES AND EXCHANGE COMMISSIO Washington, D.C. 20549						N OMB Number:	3235-028	7	
Check the if no long	Ter	AENT OF	CHAR	ICES I	A DE	NIEE		WNERSHIP OF	Expires:	January 31 200		
subject to Section 1 Form 4 o	6.		CHAI	WINEKSHIF OF	Estimated burden hou	urs per	E					
Form 5 obligation may cont See Instru 1(b).	Filed pur <sup>ns</sup> Section 17(	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 I	Responses)											
1. Name and A TOTAL EN		2. Issuer Name <b>and</b> Ticker or Trading Symbol				Trading	5. Relationship of Reporting Person(s) to Issuer					
ACTIVITES	S USA		SUNPOWER CORP [SPWR]				WR]	(Check all applicable)				
(Last) (First) (Middle) 24 COURS MICHELET			3. Date of Earliest Transaction (Month/Day/Year) 06/11/2014					DirectorX_ 10% Owner Officer (give title Other (specify				
(Street)								below) below)				
		4. If Amendment, Date Original Filed(Month/Day/Year)				Ш	<ul><li>6. Individual or Joint/Group Filing(Check</li><li>Applicable Line)</li><li>_X_ Form filed by One Reporting Person</li></ul>					
92800 PUT	EAUX, FRANCI	Ξ						Form filed by Person	More than One R	eporting		
(City)	(State)	(Zip)	Tab	ole I - Non	-Deriv	vative	Securities A	Acquired, Disposed	of, or Beneficia	lly Owned		
	2. Transaction Date (Month/Day/Year)	2A. Deeme Execution I any (Month/Da	Date, if	Code Disposed of (D) (Instr. 8) (Instr. 3, 4 and 5) (A)			(A) or of (D) 4 and 5) (A)	5. Amount of Securities6. Ownership Form: Direct7. Nature IndirectBeneficially Owned(D) or IndirectBenefic BeneficOwned Following Transaction(s)(Instr. 4)(Instr. 4)				
				Code V	⁄ Am	ount	or (D) Price	(Instr. 3 and 4)				
Reminder: Rep	ort on a separate line	for each cla	ass of sec	urities ben		-		-				
					i r	nforn equir	nation con red to resp	spond to the colle tained in this form ond unless the fo ntly valid OMB co	n are not rm	SEC 1474 (9-02)		

number.

# Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5. Number of	6. Date Exercisable and	7. Title and Ame
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	onDerivative Securities	Expiration Date	Underlying Secu
Security	or Exercise		any	Code	Acquired (A) or	(Month/Day/Year)	(Instr. 3 and 4)
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Disposed of (D)		

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	Derivative	(Instr. 3, 4, and 5)								
	Security		Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Ai or Ni of Sh
0.875% senior convertible debentures due 2021	(1)	06/11/2014	Р		\$ 250,000,000		<u>(2)</u>	06/01/2021	Common Stock	

## **Reporting Owners**

<b>Reporting Owner Name / Address</b>	Relationships					
1	Director	10% Owner	Officer	Other		
TOTAL ENERGIES NOUVELLES ACTIVITES USA 24 COURS MICHELET 92800 PUTEAUX, FRANCE		Х				
<u><u>o</u>' ı</u>						

#### Signatures

/s/ Bernard 06/18/2014 Clement

<u>\*\*</u>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) The 0.875% senior convertible debentures due 2021 (the "Debentures") are convertible into shares of SunPower's common stock at any time based on an initial conversion rate of 20.5071 shares of common stock per \$1,000 aggregate principal amount of Debentures.

(2) The Debentures are convertible at any time.

(3) The Debentures held by the Reporting Person are initially convertible into 5,126,775 shares of SunPower's common stock.

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.