FIRST SOLAR, INC.

Form 4 May 11, 2009

# FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

**OMB** Number:

3235-0287

Expires:

January 31, 2005

0.5

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response...

if no longer subject to Section 16. Form 4 or Form 5

obligations

may continue.

See Instruction

Check this box

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

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person \* Estate of John T. Walton

(Street)

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

05/07/2009

5. Relationship of Reporting Person(s) to

Issuer

(Last)

(First) (Middle) 3. Date of Earliest Transaction

(Month/Day/Year)

Director \_X\_\_ 10% Owner \_ Other (specify Officer (give title

(Check all applicable)

below)

P.O. BOX 1860

4. If Amendment, Date Original Filed(Month/Day/Year)

Applicable Line)

\_X\_ Form filed by One Reporting Person Form filed by More than One Reporting

6. Individual or Joint/Group Filing(Check

Person

BENTONVILLE, AR 72712

(City)	(State)	(Zip) Tab	le I - Non-l	Derivative	Secur	ities Acqui	red, Disposed of,	or Beneficial	ly 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. Securit or Dispos (Instr. 3, 4	ed of (		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)
Common Stock	05/07/2009		S <u>(1)</u>	3,300	D	\$ 191.17 (2) (19)	18,115,605	D	
Common Stock	05/07/2009		S(1)	8,300	D	\$ 192.3 (3) (19)	18,107,305	D	
Common Stock	05/07/2009		S <u>(1)</u>	42,347	D	\$ 193.21 (4) (19)	18,064,958	D	
Common Stock	05/07/2009		S(1)	58,553	D	\$ 194.1 (5) (19)	18,006,405	D	
Common	05/07/2009		S <u>(1)</u>	15,400	D	\$ 195.1	17,991,005	D	

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Stock					<u>(6)</u> <u>(19)</u>		
Common Stock	05/07/2009	S <u>(1)</u>	4,800	D	\$ 196.11 (7) (19)	17,986,205	D
Common Stock	05/07/2009	S(1)	3,600	D	\$ 196.98 (8) (19)	17,982,605	D
Common Stock	05/07/2009	S(1)	2,400	D	\$ 198.1 (9) (19)	17,980,205	D
Common Stock	05/07/2009	S <u>(1)</u>	1,700	D	\$ 199.25 (10) (19)	17,978,505	D
Common Stock	05/07/2009	S <u>(1)</u>	2,500	D	\$ 200.15 (11) (19)	17,976,005	D
Common Stock	05/07/2009	S <u>(1)</u>	1,900	D	\$ 201.37 (12) (19)	17,974,105	D
Common Stock	05/07/2009	S <u>(1)</u>	1,400	D	\$ 202.13 (13) (19)	17,972,705	D
Common Stock	05/07/2009	S <u>(1)</u>	3,289	D	\$ 203.46 (14) (19)	17,969,416	D
Common Stock	05/07/2009	S <u>(1)</u>	3,911	D	\$ 204.54 (15) (19)	17,965,505	D
Common Stock	05/07/2009	S <u>(1)</u>	3,327	D	\$ 205.53 (16) (19)	17,962,178	D
Common Stock	05/07/2009	S(1)	5,973	D	\$ 206.36 (17) (19)	17,956,205	D
Common Stock	05/07/2009	S <u>(1)</u>	300	D	\$ 207.03 (18) (19)	17,955,905	D

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

Persons who 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.

SEC 1474

(9-02)

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

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1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exerc	cisable and	7. Titl	e and	8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	orNumber	Expiration D	ate	Amou	nt of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Under	lying	Security	Secui
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivativ	e		Securi	ities	(Instr. 5)	Bene
	Derivative				Securities	S		(Instr.	3 and 4)		Owne
	Security				Acquired						Follo
	•				(A) or						Repo
					Disposed						Trans
					of (D)						(Instr
					(Instr. 3,						,
					4, and 5)						
									Amount		
						Date	Expiration		or		
						Exercisable	Date	Title	Number		
									of		
				Code V	(A) (D)				Shares		

# **Reporting Owners**

Reporting Owner Name / Address	Relationships						
F	Director	10% Owner	Officer	Other			
Estate of John T. Walton							
P.O. BOX 1860		X					
BENTONVILLE, AR 72712							

# **Signatures**

/s/ Peter C. Bartolino, Attorney-in-fact 05/11/2009

\*\*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) This transaction was effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person.
- This transaction was executed in multiple trades at prices ranging from \$190.64 to \$191.61. The price reported above reflects the weighted average sale price for the transactions reported on this line.
- (3) This transaction was executed in multiple trades at prices ranging from \$191.64 to \$192.62. The price reported above reflects the weighted average sale price for the transactions reported on this line.
- (4) This transaction was executed in multiple trades at prices ranging from \$192.64 to \$193.63. The price reported above reflects the weighted average sale price for the transactions reported on this line.
- (5) This transaction was executed in multiple trades at prices ranging from \$193.64 to \$194.62. The price reported above reflects the weighted average sale price for the transactions reported on this line.
- (6) This transaction was executed in multiple trades at prices ranging from \$194.64 to \$195.63. The price reported above reflects the weighted average sale price for the transactions reported on this line.
- (7) This transaction was executed in multiple trades at prices ranging from \$195.64 to \$196.63. The price reported above reflects the weighted average sale price for the transactions reported on this line.
- (8) This transaction was executed in multiple trades at prices ranging from \$196.65 to \$197.40. The price reported above reflects the weighted average sale price for the transactions reported on this line.

Reporting Owners 3

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This transaction was executed in multiple trades at prices ranging from \$197.66 to \$198.63. The price reported above reflects the weighted average sale price for the transactions reported on this line.

- (10) This transaction was executed in multiple trades at prices ranging from \$198.73 to \$199.70. The price reported above reflects the weighted average sale price for the transactions reported on this line.
- (11) This transaction was executed in multiple trades at prices ranging from \$199.73 to \$200.59. The price reported above reflects the weighted average sale price for the transactions reported on this line.
- (12) This transaction was executed in multiple trades at prices ranging from \$200.83 to \$201.68. The price reported above reflects the weighted average sale price for the transactions reported on this line.
- (13) This transaction was executed in multiple trades at prices ranging from \$201.86 to \$202.77. The price reported above reflects the weighted average sale price for the transactions reported on this line.
- (14) This transaction was executed in multiple trades at prices ranging from \$203.00 to \$203.96. The price reported above reflects the weighted average sale price for the transactions reported on this line.
- (15) This transaction was executed in multiple trades at prices ranging from \$204.00 to \$204.99. The price reported above reflects the weighted average sale price for the transactions reported on this line.
- (16) This transaction was executed in multiple trades at prices ranging from \$205.01 to \$206.00. The price reported above reflects the weighted average sale price for the transactions reported on this line.
- (17) This transaction was executed in multiple trades at prices ranging from \$206.01 to \$207.00. The price reported above reflects the weighted average sale price for the transactions reported on this line.
- (18) This transaction was executed in multiple trades at prices ranging from \$207.02 to \$207.04. The price reported above reflects the weighted average sale price for the transactions reported on this line.
- A total of 163,000 shares were sold on this date in multiple transactions at prices ranging from \$190.64 to \$207.04, with a total weighted (19) average sale price of \$195.44. The reporting person undertakes to provide upon request by the staff of the SEC, the Issuer, or a security holder of the Issuer, full information regarding the number of shares sold at each separate price.

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.