

FIRST SOLAR, INC.  
Form 4  
May 11, 2009

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
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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 \*  
Estate of John T. Walton

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)  
P.O. BOX 1860  
  
(Street)

3. Date of Earliest Transaction  
(Month/Day/Year)  
05/07/2009

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

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

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

BENTONVILLE, AR 72712

(City) (State) (Zip)

**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	05/07/2009		S(1)		\$ 3,300 191.17 (2) (19)	D	18,115,605
Common Stock	05/07/2009		S(1)		\$ 8,300 192.3 (3) (19)	D	18,107,305
Common Stock	05/07/2009		S(1)		\$ 42,347 193.21 (4) (19)	D	18,064,958
Common Stock	05/07/2009		S(1)		\$ 58,553 194.1 (5) (19)	D	18,006,405
Common Stock	05/07/2009		S(1)		\$ 15,400 195.1	D	17,991,005

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

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)



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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.

- (19) 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 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.