

FIRST SOLAR, INC.

Form 4

April 07, 2014

**FORM 4**
**UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

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

## OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person \*  
**Widmar Mark R**

(Last) (First) (Middle)

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

(Street)

**TEMPE, AZ 85281**

(City) (State) (Zip)

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

3. Date of Earliest Transaction  
(Month/Day/Year)  
**04/04/2014**

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

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

\_\_\_\_ Director \_\_\_\_ 10% Owner  
\_X\_ Officer (give title below) \_\_\_\_ Other (specify below)  
**Chief Financial Officer/CAO**

6. Individual or Joint/Group Filing(Check  
Applicable Line)  
\_X\_ 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 Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-------------------------------------------------------------------|---------------|------------|-----------------------------------------------------------------------------------------------|----------------------------------------------------------|-------------------------------------------------------|
|                                 |                                      |                                                    | Code                           | V                                                                 | Amount        | (A) or (D) | Price                                                                                         |                                                          |                                                       |
| Common Stock                    | 04/04/2014                           |                                                    | M                              |                                                                   | 3,744<br>(1)  | A          | \$ 0                                                                                          | 32,523                                                   | D                                                     |
| Common Stock                    | 04/04/2014                           |                                                    | F                              |                                                                   | 1,568<br>(2)  | D          | \$ 69.72                                                                                      | 30,955                                                   | D                                                     |
| Common Stock                    | 04/04/2014                           |                                                    | M                              |                                                                   | 14,462<br>(3) | A          | \$ 0                                                                                          | 45,417                                                   | D                                                     |
| Common Stock                    | 04/04/2014                           |                                                    | F                              |                                                                   | 6,674<br>(2)  | D          | \$ 69.72                                                                                      | 38,743                                                   | D                                                     |
| Common Stock                    | 04/04/2014                           |                                                    | M                              |                                                                   | 9,940<br>(4)  | A          | \$ 0                                                                                          | 48,683                                                   | D                                                     |

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Common Stock 04/04/2014 F 4,588 (2) D \$ 69.72 44,095 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)

| 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. Title and Amount of Underlying Securities (Instr. 3 and 4) |
|--------------------------------------------|--------------------------------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-----------------------------------------------------------------------------------------|----------------------------------------------------------|---------------------------------------------------------------|---------------------------------------------------------------|
|                                            |                                                        |                                      |                                                    | Code                           | V (A) (D)                                                                               | Date Exercisable Expiration Date                         | Title                                                         | Amount or Number of Shares                                    |
| Restricted Stock Units                     | (5)                                                    | 04/04/2014                           |                                                    | M                              | 3,744                                                                                   | (6) (6)                                                  | Common Stock                                                  | 3,744                                                         |
| Restricted Stock Units                     | (5)                                                    | 04/04/2014                           |                                                    | M                              | 14,462                                                                                  | (7) (7)                                                  | Common Stock                                                  | 14,462                                                        |
| Restricted Stock Units                     | (5)                                                    | 04/04/2014                           |                                                    | M                              | 9,940                                                                                   | (8) (8)                                                  | Common Stock                                                  | 9,940                                                         |

## Reporting Owners

### Reporting Owner Name / Address

### Relationships

Director 10% Owner Officer Other

Widmar Mark R  
C/O FIRST SOLAR, INC.  
350 WEST WASHINGTON STREET, SUITE 600  
TEMPE, AZ 85281

Chief Financial Officer/CAO

## Signatures

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

04/07/2014

\*\*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 April 4, 2011.
- (2) Represents shares of common stock withheld by the Issuer to satisfy certain tax withholding obligations associated with the vesting of the restricted stock units.
- (3) Represents shares of common stock issued upon vesting of 25% of the restricted stock units granted on April 4, 2012.
- (4) Represents shares of common stock issued upon vesting of 20% of the restricted stock units granted on April 4, 2012.
- (5) 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.
- (6) The restricted stock units were granted on April 4, 2011 pursuant to the Reporting Person's Employment Agreement. These units are scheduled to vest at a rate of 25% per year, commencing on the first anniversary of the grant date.
- (7) The restricted stock units were granted on April 4, 2012 as part of the Issuer's annual equity grant to executive officers. These units are scheduled to vest at a rate of 25% per year, commencing on the first anniversary of the grant date.
- (8) The restricted stock units were granted on April 4, 2012 for retention purposes. The units are scheduled to vest annually from the grant date at a rate of 40% on the first anniversary of the grant date, with 20% scheduled to vest on each of the remaining three anniversaries of the grant date.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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