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Gustafsson Mary Form 4	Elizabeth										
April 06, 2012											
FORM 4	UNITED	STATES	SECU	DITIES /		CHANCE	COMMISSIO		APPROVAL		
	UNITED	STATES	STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549						3235-0287		
Check this box if no longer subject to Section 16. Form 4 or Form 5	STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,								January 31, 2005 average urs per 0.5		
obligations may continue. <i>See</i> Instruction 1(b).	Section 17	(a) of the l	Public U	Itility Hol	ding Cor		of 1935 or Sect				
(Print or Type Respo	nses)										
1. Name and Address of Reporting Person <u>*</u> Gustafsson Mary Elizabeth			2. Issuer Name and Ticker or Trading Symbol			-	5. Relationship of Reporting Person(s) to Issuer				
(Last)	(First) (Middle)	FIRST SOLAR, INC. [FSLR] 3. Date of Earliest Transaction			JLKJ	(Check all applicable)				
C/O FIRST SOL WEST WASHIN SUITE 600	AR, INC, 3	50		Day/Year)	Tansaction		Director X Officer (g below) EVP, G		% Owner her (specify Secty.		
TEMPE, AZ 852	(Street) 281			endment, D onth/Day/Yea	-	1	Applicable Line) _X_ Form filed b	Joint/Group Fili y One Reporting F y More than One R	Person		
(City)	(State)	(Zip)	Tab	le I - Non-l	Derivative	Securities A	Acquired, Disposed	of, or Beneficia	ally Owned		
	ansaction Date th/Day/Year)		Date, if	Code	4. Securit mAcquired Disposed (Instr. 3, 4)	(A) or of (D)	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)		
Reminder: Report on	a separate line	e for each cl	ass of sec	urities bene	ficially ow	ned directly	or indirectly.				
					inforn requir	nation cont ed to resp lys a curre	spond to the colle tained in this forr ond unless the fo ntly valid OMB co	m are not orm	SEC 1474 (9-02)		
	Tab					posed of, or convertible	Beneficially Owne securities)	d			
1. Title of 2.	3. Tra	ansaction Da	-		4.	5. Numb		rcisable and 7	. Title and Amount of 8.		

Conversion (Month/Day/Year) Execution Date, if TransactionDerivative

Derivative

Underlying Securities

Expiration Date

De

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Security (Instr. 3)	or Exercise Price of Derivative Security		any (Month/Day/Year)	Code (Instr. 8)	Securities Acquired (A) or Disposed o (D) (Instr. 3, 4, and 5)	(Month/Day	/Year)	(Instr. 3 and	4)	Sec (In
				Code V	(A) (D) Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Restricted Stock Units	<u>(1)</u>	04/04/2012		А	27,612	(2)	(2)	Common Stock	27,612	
Restricted Stock Units	<u>(1)</u>	04/04/2012		А	40,405	(3)	(3)	Common Stock	40,405	

Reporting Owners

Reporting Owner Name / Address	Relationships					
	Director	10% Owner	Officer	Other		
Gustafsson Mary Elizabeth C/O FIRST SOLAR, INC 350 WEST WASHINGTON STREET, SUITE 600 TEMPE, AZ 85281			EVP, General Counsel, Secty.			
Signatures						

/s/ Peter C. Bartolino, 04/06/2012 Attorney-in-fact

**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).
- Each restricted stock unit represents the right to receive, upon vesting, one share of the Issuer's common stock in accordance with the (1) Issuer's 2010 Omnibus Incentive Compensation Plan.

The restricted stock units were granted on April 4, 2012 for retention purposes. The units are scheduled to vest annually from the grant (2) 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.

The restricted stock units were granted on April 4, 2012 for retention purposes. These units are scheduled to vest at a rate of 25% per (3) year, commencing on the first anniversary 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. 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.