

Brown James G. Jr.  
 Form 3  
 September 06, 2011

**FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

OMB APPROVAL

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**INITIAL STATEMENT OF 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 *               |   | 2. Date of Event Requiring Statement | 3. Issuer Name and Ticker or Trading Symbol                            |  |
| Â Brown James G. Jr.                                    |   | (Month/Day/Year)                     | FIRST SOLAR, INC. [FSLR]   |  |
| (Last)  | (First)                                     | (Middle)                             | 09/01/2011   |  |
| C/O FIRST SOLAR,Â 350 WEST WASHINGTON STREET, SUITE 600 |   |                                      | 4. Relationship of Reporting Person(s) to Issuer                       | 5. If Amendment, Date Original Filed(Month/Day/Year) |
| (Street)  | (Check all applicable)                      |                                      |  |  |
|   | <input type="checkbox"/> Director           | <input type="checkbox"/> 10% Owner   |  |  |
|   | <input checked="" type="checkbox"/> Officer | <input type="checkbox"/> Other       | 6. Individual or Joint/Group Filing(Check Applicable Line)             |  |
|   | (give title below) (specify below)          |                                      | <input checked="" type="checkbox"/> Form filed by One Reporting Person |  |
|   | President, Util. Sys. Bus.                  |                                      | <input type="checkbox"/> Form filed by More than One Reporting Person  |  |
| TEMPE,Â AZÂ 85281-1244                                  |   |                                      |  |  |
| (City)  | (State)                                     | (Zip)                                |  |  |

**Table I - Non-Derivative Securities Beneficially Owned**

| 1. Title of Security<br>(Instr. 4)   | 2. Amount of Securities Beneficially Owned<br>(Instr. 4) | 3. Ownership Form:<br>Direct (D)<br>or Indirect (I)<br>(Instr. 5) | 4. Nature of Indirect Beneficial Ownership<br>(Instr. 5) |
|--------------------------------------|--|---|--|
| No securities are beneficially owned | 0  | D   | Â  |

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

SEC 1473 (7-02)

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**Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

| 1. Title of Derivative Security<br>(Instr. 4) | 2. Date Exercisable and Expiration Date<br>(Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security<br>(Instr. 4) | 4. Conversion or Exercise Price of Derivative | 5. Ownership Form of Derivative Security: | 6. Nature of Indirect Beneficial Ownership<br>(Instr. 5) |
|---|---|--|---|---|--|
|---|---|--|---|---|--|

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|                        | Date Exercisable | Expiration Date | Title        | Amount or Number of Shares | Security | Direct (D) or Indirect (I) (Instr. 5) |   |
|------------------------|------------------|-----------------|--------------|----------------------------|----------|---------------------------------------|---|
| Restricted Stock Units | Â (1)            | Â (1)           | Common Stock | 1,681                      | \$ (5)   | D                                     | Â |
| Restricted Stock Units | Â (2)            | Â (2)           | Common Stock | 528                        | \$ (5)   | D                                     | Â |
| Restricted Stock Units | Â (3)            | Â (3)           | Common Stock | 4,004                      | \$ (5)   | D                                     | Â |
| Restricted Stock Units | Â (4)            | Â (4)           | Common Stock | 16,721                     | \$ (6)   | D                                     | Â |

## Reporting Owners

| Reporting Owner Name / Address   | Relationships |           |                              |       |
|--|---------------|-----------|------------------------------|-------|
|  | Director      | 10% Owner | Officer                      | Other |
| Brown James G. Jr.<br>C/O FIRST SOLAR<br>350 WEST WASHINGTON STREET, SUITE 600<br>TEMPE, AZ 85281-1244 | Â             | Â         | Â President, Util. Sys. Bus. | Â     |

## Signatures

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

09/06/2011

\_\_Signature of Reporting Person

Date

## Explanation of Responses:

- \* If the form is filed by more than one reporting person, *see* Instruction 5(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 restricted stock units were granted on April 28, 2008. These units are scheduled to vest annually at a rate of 20% on each of the first three anniversaries of the grant date, and 40% on the fourth anniversary of the grant date.
  - (2) The restricted stock units were granted on April 27, 2009. These units are scheduled to vest annually at a rate of 20% on each of the first three anniversaries of the grant date, and 40% on the fourth anniversary of the grant date.
  - (3) The restricted stock units were granted on March 24, 2010. These units are scheduled to vest annually at a rate of 20% on each of the first three anniversaries of the grant date, and 40% on the fourth anniversary of the grant date.
  - (4) The restricted stock units were granted on March 22, 2011. These units are scheduled to vest at a rate of 25% per year, commencing on the first anniversary of the grant date.
  - (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 Amended and Restated 2006 Omnibus Incentive Compensation Plan.
  - (6) 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.

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### Remarks:

Exhibit List - Exhibit 24, Power of Attorney

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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