SEC Form 4	
FORM	4

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. *See* Instruction 1(b).

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

OMB APPROVAL											
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X	Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan for the purchase or sale of equity securities of the issuer that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.
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1. Name and Address of Reporting Person [*] DENHOLM ROBYN M			2. Issuer Name and Ticker or Trading Symbol Tesla, Inc. [TSLA]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
(Last)			3. Date of Earliest Transaction (Month/Day/Year) 02/03/2025	X	Director Officer (give title below)	10% Owner Other (specify below)		
1 TESLA ROAD (Street)			4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable L X Form filed by One Reporting Person Form filed by More than One Reporting Per				
AUSTIN	TX	78725			form nice by more than on	e Reporting reison		
(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)	Code (Instr.		4. Securities A Of (D) (Instr.		(A) or Disposed 5)	5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	v	Amount	Amount (A) or (D)		Reported Transaction(s) (Instr. 3 and 4)		
Common Stock	02/03/2025		M ⁽¹⁾		112,390	A	\$24.73	197,390	D	
Common Stock	02/03/2025		S ⁽¹⁾		2,810	D	\$375.062(2)	194,580	D	
Common Stock	02/03/2025		S ⁽¹⁾		2,783	D	\$375.959(3)	191,797	D	
Common Stock	02/03/2025		S ⁽¹⁾		3,721	D	\$377.067(4)	188,076	D	
Common Stock	02/03/2025		S ⁽¹⁾		3,317	D	\$377.973(5)	184,759	D	
Common Stock	02/03/2025		S ⁽¹⁾		1,725	D	\$378.815(6)	183,034	D	
Common Stock	02/03/2025		S ⁽¹⁾		3,200	D	\$380.116(7)	179,834	D	
Common Stock	02/03/2025		S ⁽¹⁾		5,000	D	\$381.185(8)	174,834	D	
Common Stock	02/03/2025		S ⁽¹⁾		6,854	D	\$382.042(9)	167,980	D	
Common Stock	02/03/2025		S ⁽¹⁾		5,364	D	\$383.21(10)	162,616	D	
Common Stock	02/03/2025		S ⁽¹⁾		9,946	D	\$384.287(11)	152,670	D	
Common Stock	02/03/2025		S ⁽¹⁾		13,401	D	\$385.295(12)	139,269	D	
Common Stock	02/03/2025		S ⁽¹⁾		47,136	D	\$386.195(13)	92,133	D	
Common Stock	02/03/2025		S ⁽¹⁾		3,033	D	\$387.272(14)	89,100	D	
Common Stock	02/03/2025		S ⁽¹⁾		4,000	D	\$388.272(15)	85,100	D	
Common Stock	02/03/2025		S ⁽¹⁾		100	D	\$389.08	85,000	D	

	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. Transa Code (8)		Deri Secu Acqu or D of (I	mber of vative 6. Date Exercisable and Expiration Date (Month/Day/Year) (Month/Day/Year) ired (A) sposed (Instr. and 5)		d 7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		of Securities Derivative Underlying Security Derivative Security (Instr. 5)	ty Securities Form: 5) Beneficially Direct Owned or Ind	Ownership Form: Direct (D) or Indirect (I) (Instr.	Beneficial Ownership	
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		(Instr. 4)		
Non- Qualified															

Stock Option (right to	\$24.73	02/03/2025	М	[(1)	112,390	(16)	06/18/2025	Common Stock	112,390	\$0	412,830	D	
buy)													

Explanation of Responses:

1. The transactions reported on this Form 4 were automatically effected pursuant to a Rule 10b5-1 trading plan previously adopted on July 25, 2024 and established by the reporting person for the purpose of an orderly liquidation of options scheduled to expire in 2025.

2. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$374.550 to \$375.400, inclusive. The reporting person undertakes to provide Tesla, Inc., any security holder of Tesla, Inc. or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote.

3. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$375.580 to \$376.510, inclusive. The reporting person undertakes to provide Tesla, Inc., any security holder of Tesla, Inc. or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote.

4. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$376.579 to \$377.554, inclusive. The reporting person undertakes to provide Tesla, Inc., any security holder of Tesla, Inc. or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote.

5. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$377.582 to \$378.560, inclusive. The reporting person undertakes to provide Tesla, Inc., any security holder of Tesla, Inc. or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote.

6. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$378.610 to \$379.510, inclusive. The reporting person undertakes to provide Tesla, Inc., any security holder of Tesla, Inc. or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote.

7. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$379.636 to \$380.630, inclusive. The reporting person undertakes to provide Tesla, Inc., any security holder of Tesla, Inc. or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote.

8. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$380.700 to \$381.650, inclusive. The reporting person undertakes to provide Tesla, Inc., any security holder of Tesla, Inc. or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote.

9. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$381.730 to \$382.720, inclusive. The reporting person undertakes to provide Tesla, Inc., any security holder of Tesla, Inc. or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote.

10. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$382.740 to \$383.730, inclusive. The reporting person undertakes to provide Tesla, Inc., any security holder of Tesla, Inc. or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote.

11. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$383.800 to \$384.790, inclusive. The reporting person undertakes to provide Tesla, Inc., any security holder of Tesla, Inc. or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote.

12. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$384.830 to \$385.820, inclusive. The reporting person undertakes to provide Tesla, Inc., any security holder of Tesla, Inc. or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote.

13. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$385.830 to \$386.810, inclusive. The reporting person undertakes to provide Tesla, Inc., any security holder of Tesla, Inc. or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote.

14. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$386.870 to \$387.851, inclusive. The reporting person undertakes to provide Tesla, Inc., any security holder of Tesla, Inc. or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote.

15. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$387.900 to \$388.770, inclusive. The reporting person undertakes to provide Tesla, Inc., any security holder of Tesla, Inc. or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote.

16. This stock option is an equity award, which is scheduled to expire in June 2025, granted pursuant to Tesla, Inc.'s 2010 Amended and Restated Equity Incentive Plan and Outside Director Compensation Policy. 1/36th of the shares granted became vested and exercisable as of each monthly anniversary following June 18, 2018, such that all options subject to the award became fully vested and exercisable by June 18, 2021.

 By: Aaron Beckman, Power of

 Attorney For: Robyn
 02/05/2025

 Denholm.

 ** Signature of Reporting Person
 Date

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

* 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).

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

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 Number.