

**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

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

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.

|   |                     |                               |  |  |  |  |  |  |
|---|---------------------|-------------------------------|--|--|--|--|--|--|
| 1. Name and Address of Reporting Person*<br><u>Taneja Vaibhav</u> |                     |                               | 2. Issuer Name and Ticker or Trading Symbol<br><u>Tesla, Inc. [ TSLA ]</u> |  |  | 5. Relationship of Reporting Person(s) to Issuer<br>(Check all applicable)<br>Director 10% Owner<br>Officer (give title below) Other (specify below)<br><b>X</b> Chief Financial Officer |  |  |
| (Last)<br><u>C/O TESLA, INC.</u>                                  | (First)<br><u>1</u> | (Middle)<br><u>TESLA ROAD</u> | 3. Date of Earliest Transaction (Month/Day/Year)<br><u>11/08/2024</u>      |  |  | 6. Individual or Joint/Group Filing (Check Applicable Line)<br><b>X</b> Form filed by One Reporting Person<br>Form filed by More than One Reporting Person                               |  |  |
| (Street)<br><u>AUSTIN TX 78725</u>                                |                     |                               | 4. If Amendment, Date of Original Filed (Month/Day/Year)                   |  |  |  |  |  |
| (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 Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|------------|--------------------------|---|--|---|
|                                 |                                      |  | Code                           | V | Amount  | (A) or (D) | Price                    |   |  |   |
| Common Stock                    | 11/08/2024                           |  | M <sup>(1)</sup>               |   | 8,000   | A          | \$18.22                  | 113,032.25  | D  |   |
| Common Stock                    | 11/08/2024                           |  | S <sup>(1)</sup>               |   | 6,200 <sup>(2)</sup>  | D          | \$300                    | 106,832.25  | D  |   |
| Common Stock                    | 11/08/2024                           |  | S <sup>(1)</sup>               |   | 1,800 <sup>(2)</sup>  | D          | \$301.642 <sup>(3)</sup> | 105,032.25  | D  |   |
| Common Stock                    | 11/11/2024                           |  | M <sup>(1)</sup>               |   | 4,000   | A          | \$18.22                  | 109,032.25  | D  |   |
| Common Stock                    | 11/11/2024                           |  | S <sup>(1)</sup>               |   | 4,000 <sup>(4)</sup>  | D          | \$350                    | 105,032.25  | 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. 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 Securities Underlying Derivative Security (Instr. 3 and 4) | 8. Price of Derivative Security (Instr. 5) | 9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4) | 10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) |       |
|--|--|--------------------------------------|--|--------------------------------|---|--|-------|--|-----------------|---|--|--|---|--|-------|
|  |  |                                      |  | Code                           | V | (A)  | (D)   | Date Exercisable   | Expiration Date |   |  |  |   |  | Title |
| Non-Qualified Stock Option (right to buy)  | \$18.22  | 11/08/2024                           |  | M <sup>(1)</sup>               |   |  | 8,000 | (5)  | 04/19/2029      | Common Stock  | 8,000                                      | \$0.0  | 772,920   | D  |       |
| Non-Qualified Stock Option (right to buy)  | \$18.22  | 11/11/2024                           |  | M <sup>(1)</sup>               |   |  | 4,000 | (5)  | 04/19/2029      | Common Stock  | 4,000                                      | \$0.0  | 768,920   | D  |       |

**Explanation of Responses:**

- The transactions reported on this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on May 1, 2024.
- Out of the total of 8,000 shares sold on November 8, 2024, approximately 3,701 shares were sold to cover the exercise price of, and to satisfy the reporting person's tax withholding obligations related to the exercise of stock options to purchase 8,000 shares as reported herein.
- The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$301.530 to \$301.780, 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. Out of the total of 4,000 shares sold on November 11, 2024, approximately 1,831 shares were sold to cover the exercise price of, and to satisfy the reporting person's tax withholding obligations related to the exercise of stock options to purchase 4,000 shares as reported herein.

5. 1/8th of the shares subject to the option became vested and exercisable on September 13, 2019, and an additional 1/48th of the shares subject to the option vested each month thereafter, so that all such shares subject to this option became fully vested on March 13, 2023.

By: Aaron Beckman, Power of  
Attorney For: Vaibhav Taneja 11/13/2024

\*\* 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.**