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

IIP Estimated average burden hours per response:

Filed pursuant to Section 16(a) of the Securities Exchange Act	t of 1934
or Section 30(h) of the Investment Company Act of 194	40

1. Title of Securit	ty (Instr. 3)		2. Transaction	2A. Deemed	3. Transaction	4. Securities Acquired (A		5. Amount of	6. Ownership	7. Nature
		Table I - Nor	n-Derivative S	ecurities Acq	uired, Dis	posed of, or Benefi	icially	Owned		
(City)	(State)	(Zip)								
PALO ALTO	CA	94304						Form filed by More	than One Repor	ting Person
(Street)	REEK KOAD		4. If Am	endment, Date of O	riginal Filed (M	lonth/Day/Year)	6. Indi	vidual or Joint/Group F Form filed by One	5	
C/O TESLA, IN 3500 DEER CI								SVP Powertrain	and Energy	Eng.
(Last)	(First)	(Middle)	3. Date 11/10,	of Earliest Transacti /2020	ion (Month/Day	//Year)	x	Director Officer (give title below)	10% C Other below)	(specify
1. Name and Addre	1 5	rson*		r Name and Ticker o <u>a. Inc.</u> [TSLA		ibol	1	tionship of Reporting all applicable)	Person(s) to Issu	er

1. The of Se	ecurity (Instr. 3)	2. Transaction Date (Month/Day/Year)	ZA. Deemed Execution Date, if any (Month/Day/Year)	3. Transa Code (I 8)					S. Amount of Securities Beneficially Owned Following Reported	Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(11501.4)
Common S	Stock	11/10/2020		M ⁽¹⁾		600	Α	\$48.39	20,437	D	
Common S	Stock	11/10/2020		S ⁽¹⁾		1,100	D	\$420	19,337	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)		n of		6. Date Exer Expiration D (Month/Day/	ate	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)	Beneficial Ownership
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Non- Qualified Stock Option (right to buy)	\$48.39	11/10/2020		M ⁽¹⁾			600	(2)	11/10/2024	Common Stock	600	\$0.0	12,500	D	

Explanation of Responses:

1. The transactions reported on this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on February 25, 2020.

2. 1/4th of the shares subject to the option vested and became exercisable on each of October 6, 2015, May 15, 2017, and July 30, 2017, and the remainder of the shares subject to the option shall become vested and exercisable upon achievement of a certain performance milestone specified in the option agreement with an expiration date of November 10, 2024.

By: Aaron Beckman, Power ofAttorney For: Andrew D.11/12/2020Baglino11/12/2020

** 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.

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