

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

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

1. Name and Address of Reporting Person*	2. Date of Event Requiring Statement	3. Issuer Name and Ticker or Trading Symbol
<u>Zhu Xiaotong</u>	(Month/Day/Year) <u>04/01/2023</u>	<u>Tesla, Inc. [TSLA]</u>
(Last) (First) (Middle)		4. Relationship of Reporting Person(s) to Issuer
<u>C/O TESLA, INC.</u>		(Check all applicable)
<u>1 TESLA ROAD</u>		Director 10% Owner
(Street)		<u>X</u> Officer (give title below) Other (specify below)
<u>AUSTIN TX 78725</u>		<u>SVP, Automotive</u>
(City) (State) (Zip)		
		5. If Amendment, Date of Original Filed (Month/Day/Year)
		6. Individual or Joint/Group Filing (Check Applicable Line)
		<u>X</u> Form filed by One Reporting Person
		Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Beneficially Owned			
1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
<u>Common Stock</u>	<u>66,098</u>	<u>D</u>	

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)							
1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise Price of Derivative Security	5. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
Non-Qualified Stock Option (right to buy)	(1)	04/19/2029	Common Stock	486,045	18.22	D	
Non-Qualified Stock Option (right to buy)	(2)	10/16/2028	Common Stock	155,100	18.44	D	
Non-Qualified Stock Option (right to buy)	(3)	08/20/2028	Common Stock	295,650	20.57	D	
Non-Qualified Stock Option (right to buy)	(4)	10/18/2030	Common Stock	616,377	143.61	D	
Non-Qualified Stock Option (right to buy)	(5)	07/19/2029	Common Stock	373,760	17.22	D	
Restricted Stock Unit	(6)	(6)	Common Stock	15,798	0.0	D	

Explanation of Responses:

1. Represents a single option award grant with respect to 486,045 total shares initially. 1/4th of the total shares subject to the option became vested and exercisable on December 11, 2019, and 1/4th of the shares subject to the option became vested and exercisable on April 20, 2020, November 17, 2020, and August 19, 2022.
2. Represents a single option award grant with respect to 155,100 total shares initially. 1/60th of the total shares subject to the option became vested and exercisable on November 1, 2018, and 1/60th of the shares subject to the option become vested and exercisable on each monthly anniversary thereafter.
3. Represents option awards granted with respect to 375,000 total shares initially, which vest as follows: (a) with respect to 150,000 shares subject to the options, 1/48th of such shares became vested and exercisable upon the Issuer's achievement of certain performance objectives set forth in the option agreements, and 1/48th of the shares become vested and exercisable on each monthly anniversary thereafter, and (b) with respect to 225,000 shares subject to the options, 1/60th of such shares became vested and exercisable on August 20, 2018, and 1/60th of the shares become vested and exercisable each month thereafter.
4. Represents a single option award grant with respect to 616,377 total shares initially. 1/48th of the total shares subject to the option became vested and exercisable on December 5, 2020, and 1/48th of the shares subject to the option become vested and exercisable on each monthly anniversary thereafter.
5. Represents a single option award grant with respect to 473,760 total shares initially. 1/60th of the total shares subject to the option became vested and exercisable on July 24, 2019, and 1/60th of the shares subject to the option become vested and exercisable on each monthly anniversary thereafter.
6. 1/20th of the total 52,650 restricted stock units initially subject to this award vested on December 5, 2019, and 1/20th of the total units initially subject to this award vest every three months thereafter, so that all such shares subject to this award will be fully vested as of September 5, 2024.

By: Aaron Beckman, Power of Attorney For: Xiaotong Zhu 04/11/2023

** 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 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).

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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