

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

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* <b>BOYNTON CHARLES D</b>  (Last) (First) (Middle) <b>C/O SUNPOWER CORPORATION</b> <b>77 RIO ROBLES</b>  (Street) <b>SAN JOSE CA 95134</b>  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <b>SUNPOWER CORP [ SPWR ]</b>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <b>EVP and CFO</b>
	3. Date of Earliest Transaction (Month/Day/Year) <b>03/01/2016</b>	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	
6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person		

**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	03/01/2016		M		32,036	A	\$0.00	74,391	D	
Common Stock	03/01/2016		M		23,334	A	\$0.00	97,725	D	
Common Stock	03/01/2016		M		7,046	A	\$0.00	104,771	D	
Common Stock	03/01/2016		M		5,667	A	\$0.00	110,438	D	
Common Stock	03/01/2016		M		5,566	A	\$0.00	116,004	D	
Common Stock	03/01/2016		M		5,877	A	\$0.00	121,881	D	
Common Stock	03/01/2016		M		566	A	\$0.00	122,447	D	
Common Stock	03/01/2016		F <sup>(3)</sup>		12,977	D	\$23.68	109,470	D	
Common Stock	03/01/2016		F <sup>(3)</sup>		3,677	D	\$23.68	105,793	D	
Common Stock	03/01/2016		F <sup>(3)</sup>		3,067	D	\$23.68	102,726	D	
Common Stock	03/01/2016		F <sup>(3)</sup>		296	D	\$23.68	102,430	D	
Common Stock	03/01/2016		F <sup>(3)</sup>		12,176	D	\$23.68	90,254	D	
Common Stock	03/01/2016		F <sup>(3)</sup>		2,958	D	\$23.68	87,296	D	
Common Stock	03/01/2016		F <sup>(3)</sup>		2,905	D	\$23.68	84,391	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	Amount or Number of Shares				
Performance-Based Restricted Stock Units (PSUs)	(1)	03/01/2016		M			32,036	(2)	(2)	Common Stock	32,036	\$0.00	0	D	
Restricted Stock Units (RSUs)	(4)	03/01/2016		M			23,334	(5)	(5)	Common Stock	23,334	\$0.00	0	D	
Performance-Based Restricted Stock Units (PSUs)	(1)	03/01/2016		M			7,046	(6)	(6)	Common Stock	7,046	\$0.00	7,046	D	
Restricted Stock Units (RSUs)	(4)	03/01/2016		M			5,667	(7)	(7)	Common Stock	5,667	\$0.00	5,666	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	Amount or Number of Shares				
Restricted Stock Units (RSUs)	(4)	03/01/2016		M			5,566	(8)	(8)	Common Stock	5,566	\$0.00	11,134	D	
Performance-Based Restricted Stock Units (PSUs)	(1)	03/01/2016		M			5,877	(9)	(9)	Common Stock	5,877	\$0.00	11,756	D	
Performance-Based Restricted Stock Units (PSUs)	(1)	03/01/2016		M			566	(9)	(9)	Common Stock	566	\$0.00	1,134	D	

**Explanation of Responses:**

- Each PSU represents a contingent right to receive one share of the Issuer's Common Stock upon vesting.
- The PSUs were earned based on performance in a prior year but were then subject to time-based vesting. The last vesting date for these PSUs was March 1, 2016.
- Disposition of shares exempt under Rule 16b-3 as payment of tax liability to Company by delivery or withholding securities incident to vesting of restricted stock shares.
- Each RSU represents a contingent right to receive one share of the Issuer's Common Stock upon vesting.
- The last vesting date for these RSUs was March 1, 2016.
- The PSUs were earned based on performance in a prior year but were then subject to time-based vesting. The remaining portion of these PSUs will vest on March 1, 2017.
- The remaining portion of these RSUs will vest on March 1, 2017.
- The remaining portion of these RSUs will vest in installments on March 1, 2017 and March 1, 2018.
- The PSUs were earned based on performance in a prior year but were then subject to time-based vesting. The remaining portion of these PSUs will vest in installments on March 1, 2017 and March 1, 2018.

**Remarks:**

/s/ Lauren Walz, as attorney-in-fact for Charles Boynton      03/03/2016

\*\* 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.

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