

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

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	
OMB Number:	3235-0287
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1. Name and Address of Reporting Person* <u>Swanson Richard M</u>  (Last) (First) (Middle) <u>3939 NORTH FIRST STREET</u>  (Street) <u>SAN JOSE CA 95134</u>  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>SUNPOWER CORP [ SPWR ]</u>  3. Date of Earliest Transaction (Month/Day/Year) <u>06/12/2007</u>  4. If Amendment, Date of Original Filed (Month/Day/Year)	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) <u>Chief Technical Officer</u>  6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person  Form filed by More than One Reporting Person
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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			
<u>Class A Common Stock</u>	<u>06/12/2007<sup>(1)</sup></u>		<u>M</u>		<u>7,000</u>	<u>A</u>	<u>\$3.3</u>	<u>25,000</u>	<u>D</u>	
<u>Class A Common Stock</u>	<u>06/12/2007<sup>(1)</sup></u>		<u>S</u>		<u>7,000</u>	<u>D</u>	<u>\$53.7603<sup>(2)</sup></u>	<u>18,000</u>	<u>D</u>	

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		Date Exercisable	Expiration Date					
<u>Employee Stock Option (Right to Buy)</u>	<u>\$3.3</u>	<u>06/12/2007</u>		<u>M</u>		<u>7,000</u>	<u>(1)(3)</u>	<u>06/17/2014</u>	<u>Class A Common Stock</u>	<u>7,000</u>	<u>\$0</u>	<u>142,492<sup>(4)</sup></u>	<u>D</u>

Explanation of Responses:

1. The sales reported on this Form 4 were effected pursuant to a previously adopted rule 10b5-1 trading plan by the reporting person.
2. Price reflects weighted average sales price; actual sales prices ranged from \$53.50 to \$54.25.
3. The option became exercisable as to 20% of the shares on June 17, 2005 and becomes exercisable as to 1/60th of the shares thereafter.
4. In the Form 3 filed on November 16, 2005 and in eleven Form 4's filed between May 22, 2006 and May 8, 2007, two separate option grants were aggregated to report beneficial ownership. The exercise reflected on this Form 4 is comprised of one of the two option grants. Mr. Swanson will beneficially own an aggregate of 198,800 shares following the reported transaction, including the option grant actually reported.

/s/ Magali Salomon, Attorney-in-Fact 06/13/2007

\*\* 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.