FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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

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

1. Name and Address of Reporting Person* BOYNTON CHARLES D							2. Issuer Name and Ticker or Trading Symbol SUNPOWER CORP [SPWR]									Person(s) to Issuer 10% Owner Other (specify		
IPOWER C		3. Date of Earliest Transaction (Month/Day/Year) 03/17/2014									below)		belov	below)				
(Street) SAN JOSE CA 95134 (City) (State) (Zip)					4. If Amendment, Date of Original Filed (Month/Day/Year)									Forn Forn	dual or Joint/Group Filing (Check Applicable Form filed by One Reporting Person Form filed by More than One Reporting Person			
	Tab	le I - N	on-Deriv	ative	Sec	uritie	s Ac	quire	d, Di	sposed o	f, or E	Benefic	ially	Owne	ed			
Date				Execution Date,							nd 5) Secu Bene Own		ities icially d Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership			
						Code	v	Amount	(A) o (D)	Price		Trans	action(s)		(Instr. 4)			
Common Stock 03/			03/17/2	014				S ⁽¹⁾		16,065 ⁽²⁾	D	\$32.	1728	5	59,049	I	Held in Trust - Boynton Living Trust	
	Та	able II												vned				
Conversion Date Execut or Exercise (Month/Day/Year) if any		on Date, Transact Code (In:						tion Da	ate	Amoun		Derivati Security (Instr. 5)		derivative Securities Beneficially Owned Following Reported	Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)		
	(Fin CHA) (Fin NPOWER CAROBLES SEE CA (St Security (Inst Stock 2. Conversion or Exercise Price of Derivative	(First) (POWER CORPORATION ROBLES SE CA (State) Tab Security (Instr. 3) Stock 2. Conversion or Exercise Price of Derivative (Month/Day/Year)	(First) (Middle) NPOWER CORPORATION ROBLES SE CA 95134 (State) (Zip) Table I - N Security (Instr. 3) Stock Table II 2. Conversion or Exercise Price of Derivative (Month/Day/Year) (Month.)	(First) (Middle) NPOWER CORPORATION ROBLES SE CA 95134 (State) (Zip) Table I - Non-Deriv Security (Instr. 3) 2. Transact (Month/Day) Stock Table II - Derivat (e.g., ptops of particular (e.g., ptops of particular (Month/Day)/Year) 2. (Conversion or Exercise Price of Derivative (Month/Day/Year)	(First) (Middle) NPOWER CORPORATION ROBLES SE CA 95134 (State) (Zip) Table I - Non-Derivative Security (Instr. 3) 2. Transaction Date (Month/Day/Year) Stock Table II - Derivative S (e.g., puts, c) Conversion or Exercise Price of Derivative (Month/Day/Year) 3. 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If Amendment, Date of Original File Execution Date, if any (Month/Day/Year) 2. Table II - Derivative Securities Acquired, Disp (e.g., puts, calls, warrants, options, or Exercise Price of Derivative Security (Month/Day/Year) 2. (Month/Day/Year) 3. Transaction Date (Instr. Securities Acquired, Disp (e.g., puts, calls, warrants, options, or Exercise Price of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) 4. Transaction Code (Instr. Securities Acquired, Disp (Month/Day/Year) (Month/Day/Year) 5. Number of Code Exercise Price of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	SUNPOWER CORP SPWR SUNPOWER CORP SPWR SPW	SUNPOWER CORP [SPWR] SUNPOWER CORP [SPWR]	SUNPOWER CORP SPWR	SUNPOWER CORP SPWR SUNPOWER CORP SPWR SUNPOWER CORP SPWR SUNPOWER CORPORATION SPONSOR SEE CA 95134 SEE CA 95134 SEE CA STable I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Security (Instr. 3) Securities (Ins	Check all applied Chec	SUNPOWER CORP [SPWR]	SEE CA 95134 (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned (Month/Day/Year) (Month/Day/Year) Stock Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (Instr. 3) Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (Instr. 4) Stock Oscillatory (Month/Day/Year) Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (Instr. 4) Stock Oscillatory (Month/Day/Year) Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (Instr. 4) Stock Oscillatory (Month/Day/Year) Amount of Securities Acquired (A) or (D) (Instr. 3, 4 and 5) Stock Oscillatory (Month/Day/Year) Amount of Securities Acquired (A) or Derivative Securities (Instr. 5) Amount of Securities Acquired (A) or Derivative	

Explanation of Responses:

- 1. The sale reported on this Form 4 was effected pursuant to a previously adopted rule 10b5-1 trading plan by the reporting person.
- 2. The price that corresponds to this number of shares is the weighted average sales price; actual sales prices ranged from \$31.94 to \$32.48. The reporting person undertakes to provide, upon request by the Commission staff, the Issuer, or a security holder of the Issuer, full information regarding the number of shares purchased or sold at each separate price.

<u>Karla Rogers</u>, as attorney-infact for Charles Boynton

03/19/2014

** 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.