FORM 4

## **UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

<b>STATEMENT</b>	OF	<b>CHANG</b>

## ES IN BENEFICIAL OWNERSHIP

OMB APPROVAL 3235-0287 Estimated average burden urs per response: 0.5

> > 7. Nature of Indirect Beneficial Ownership (Instr. 4)

Footnote<sup>(4)</sup>

11. Nature of Indirect Beneficial Ownership (Instr. 4)

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See

1. Name and Address of Reporting Person\* **Total Solar INTL SAS** 

Instruc	ction 1(b).		File						curities Exch					Lilou	is per i	езропзе.	0.0	
1. Name and Address of Reporting Person*  TOTAL S.A.			SUNPOWER CORP [ SPWR ] (Ch						i. Relationship of Reporting Person(s) to Issuer Check all applicable)  X Director X 10% Owner									
(Last) (First) (Middle) 2, PLACE JEAN MILLIER LA DEFENSE 6				3. Date of Earliest Transaction (Month/Day/Year) 03/24/2020							Officer (give title Other (specify below) below)							
(Street) 92400 COURBEVOIE I0				4. If A	4. If Amendment, Date of Original Filed (Month/Day/Year)							6. Individual or Joint/Group Filing (Check Applicable Line)  Form filed by One Reporting Person  X Form filed by More than One Reporting Person						
(City)	(Si		Zip)															
Table I - Non-Derivation           1. Title of Security (Instr. 3)         2. Transaction Date (Month/Day/Yell)			2A. Deemed		ned n Date,	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or		ed (A) or	5. Amo		of y	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		7. Nature of Indirect Beneficial Ownership (Instr. 4)		
								V	Amount	(A) or (D)	Price	Trai	nsactio tr. 3 an		(iiisti.	,	(1130.4)	
Common	Stock		03/24/202	.0			P <sup>(1)</sup>		14,000	A	\$6.6736	S <sup>(2)</sup> 8	4,978,	,152		I <sup>(3)</sup>	See Footnote	
		Та	ble II - Derivat (e.g., p						isposed o s, conver				ned					
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 (I 8)		5. Numl of Derivati Securiti Acquire (A) or Dispose of (D) (Instr. 3 and 5)	ive (M les ed	cpiratio	Exercisable and on Date Day/Year)  Oay/Year)  T. Title an Amount of Securities Underlyin Derivative Security (3 and 4)		ount of curities derlying ivative curity (Instr.	8. Price o Derivative Security (Instr. 5)		D. Number lerivative Securitie Beneficia Dwned Following Reported Transacti Instr. 4)	ve Owner les Form: Direct or Ind (I) (Insect		(D) Benefic Owners rect (Instr. 4	
				Code	v	(A) (I		ate kercisa	Expiration	on Titl	Amount or Number of Shares							
1. Name at TOTAI		f Reporting Person <sup>*</sup>																
(Last) 2, PLAC LA DEF	E JEAN M ENSE 6	(First)	(Middle)															
(Street) 92400 COURB	EVOIE	10			=													
(City)		(State)	(Zip)															
ı		f Reporting Person* ricite Holding		<u>S</u>														
(Last) 2, PLAC LA DEF	E JEAN M ENSE 6	(First)	(Middle)															
(Street) 92400 COURB	EVOIE	10																
(City)		(State)	(Zip)															

(Last)	(First)	(Middle)					
2, PLACE JEAN MILLIER							
LA DEFENSE 6							
(Street) 92400 COURBEVOIE	10						
(City)	(State)	(Zip)					

## **Explanation of Responses:**

- 1. The transactions reported in Table I of this Form 4 were effected pursuant to a Rule 10b-18 trading plan adopted by the reporting persons on January 10, 2020.
- 2. The price reported in Column 4 is a weighted average price. These shares were purchased in multiple transactions at prices ranging from \$6.48 to \$6.75. The reporting persons undertake to provide the Issuer, any security holder of the Issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote.
- 3. Following the transactions reported herein, includes 6,401,470 shares of Common Stock held by Total Gaz Electricite Holdings France SAS and 78,576,682 shares of Common Stock held by Total Solar Intl SAS.
- 4. Total Solar Intl SAS is a direct wholly owned subsidiary of Total Gaz Electricite Holdings France SAS, which is an indirect wholly owned subsidiary of Total S.A. As a result, each of Total Solar Intl SAS, Total Gaz Electricite Holdings France SAS and Total S.A. may be deemed to beneficially own the securities reported herein.

## Remarks:

TOTAL S.A., By: /s/ Aurelien

Hamelle, Name: Aurelien

03/26/2020 Hamelle, Title: General

Counsel

**TOTAL GAZ ELECTRICITE** 

**HOLDINGS FRANCE SAS,** 

By: /s/ Laurent Vivier, Name: 03/26/2020

Laurent Vivier, Title:

Managing Director

TOTAL SOLAR INTL SAS,

By: /s/ Noemie Malige, Name: 03/26/2020

Noemie Malige, Title:

**Managing Director** 

\*\* Signature of Reporting Person

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.