SEC Form 4

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

	OMB APPROVAL						
RSHIP	OMB Number: Estimated average bu	3235-0287 rden					
	hours per response:	0.5					

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	tions may conti ction 1(b).	nue. See		Filed	l pursu	ant to	to Sec	ction 16	6(a) of t	he Se	curities Excha	nge Act	of 1934			ho	ours per i	response:	0.5	
1. Name and Address of Reporting Person* <u>TOTAL S.A.</u>				or Section 30(h) of the investment Company Act of 1940 2. Issuer Name and Ticker or Trading Symbol SUNPOWER CORP [SPWR]									5. 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) 03/16/2020								Officer (give title Other (specify below) below)							
(Street) 92400 COURBEVOIE IO					4. If Amendment, Date of Original Filed (Month/Day/Year) 03/18/2020									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)	(St	ate) (2	Zip)																	
		Table	1 -	Non-Deriva	tive	Sec	curit	ties A	cquii	red, I	Disposed	of, or	Benef	iciall	y Own	ed				
1. Title of Security (Instr. 3) 2. Transaction Date (Month/Day/Ye			ar) if any		eemed ition Date, h/Day/Year)		3. Transaction Code (Instr. 8)		4. Securities Acquired Disposed Of (D) (Inst		d (A) or tr. 3, 4 and 5)		5. Amount of Securities Beneficially Owned		Form (D) o Indire	Direct	7. Nature of Indirect Beneficial Ownership (Instr. 4)			
									Code	v	Amount	(A) or (D)	Price		Following (Instr. 4) ((11501-4)		
Common	Stock			03/16/202	0				P ⁽¹⁾		361,222	A	\$4.52	67 ⁽²⁾	⁷⁽²⁾ 84,330,140		0,140 I ⁽		See Footnote ⁽⁵⁾	
Common	Common Stock 03/17/202		03/17/202	o				P ⁽¹⁾		99,147	A	\$5.11	04 ⁽³⁾	84,429,287			I ⁽⁴⁾	See Footnote ⁽⁵⁾		
		Ta	ble	ll - Derivati (e.g., pu							isposed of s, convert				Owne	d				
1. Title of Derivative Security (Instr. 3) 2. Conversion or Exercise Price of Derivative Security		Date Ex (Month/Day/Year) if a		. Deemed ecution Date, ny onth/Day/Year)		Transaction Code (Instr.		5. Numb of Derivati Securiti Acquire (A) or Dispose of (D) (Instr. 3, and 5)	Expiratio (Month/D ed			Amo Sect Und Deri Sec	7. Title and Amount of Securities Underlying Derivative Security (Ins 3 and 4)		Price of erivative ecurity 1str. 5)	rivative derivativ curity Securiti		10. Ownersl Form: Direct (E or Indire (I) (Instr.	Beneficial Ownershi ct (Instr. 4)	
					Code	v	((A) (I	Da D) Ex	te ercisa	Expiratio ble Date		Amou or Numb of Shares	er						
1. Name a <u>TOTA</u>		f Reporting Person*			<u>.</u>															
(Last) 2, PLAC LA DEF	E JEAN M ENSE 6	(First) ILLIER		(Middle)																
(Street) 92400 COURB	EVOIE	IO				-														
(City)		(State)		(Zip)		-														
		f Reporting Person [*] icite Holding		rance SAS	<u>.</u>															
(Last) 2, PLAC LA DEF	E JEAN M ENSE 6	(First) ILLIER		(Middle)																
(Street) 92400 COURB	EVOIE	10																		
(City)		(State)		(Zip)																

1. Name and Address of Reporting Person [*] Total Solar INTL SAS								
(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 \$4.33 to \$4.78. 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. The price reported in Column 4 is a weighted average price. These shares were purchased in multiple transactions at prices ranging from \$4.55 to \$5.40. 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.

4. Following the transactions reported herein, includes 5,852,605 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.

5. 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:

This amendment is being filed to correct the amount and price of securities acquired on March 16, 2020 and the amount of securities beneficially owned following the reported transactions on March 16, 2020 and March 17, 2020, as well as the number of shares of Common Stock held by Total Gaz Electricite Holdings France SAS following such transactions. No other changes have been made.

TOTAL S.A., By: /s/ Aurelien Hamelle, Name: Aurelien 03/20/2020 Hamelle, Title: General <u>Counsel</u> TOTAL GAZ ELECTRICITE HOLDINGS FRANCE SAS, By: /s/ Laurent Vivier, Name: 03/20/2020 Laurent Vivier, Title: Managing Director TOTAL SOLAR INTL SAS, By: /s/ Noemie Malige, Name: 03/20/2020 Noemie Malige, Title: Managing Director ** 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.