SEC Form 4

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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

X 10% Owner

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

X Director

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

1. Name and Address of Reporting Person*

TotalEnergies SE

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

2. Issuer Name and Ticker or Trading Symbol <u>SUNPOWER CORP</u> [SPWR]

<u></u>		<u> </u>													X Direc				Owner	
2, PLACE JEAN MILLIER				3. Date of Earliest Transaction (Month/Day/Year) 09/12/2022								Office below	er (give tit v)	ie	Othe belo	r (specify w)				
LA DEF	ENSE 6				4. lf	Amer	ndment,	Date	of Orig	inal Fi	iled (Month/D	ay/Yea	ır)			r Joint/Gro	oup Fili	ng (Chec	Applicable	
(Street) COURBEVOIE I0 92400					 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)	(St	ate) (2	Zip)																	
			I - N	lon-Deriva					-	d, Di	-				-					
1. Litle of \$	itle of Security (Instr. 3) Date (Month/Day/Year) 2. Transaction Date (Month/Day/Year) 24. Deemed Execution D if any (Month/Day/			ution Da	ion Date, /Day/Year) Transaction /Day/Year) Disposed Of (D) (Instr. 3, 4 a) 5)					or 4 and	5. Amour Securitie Beneficia Owned F Reported	es ally following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		7. Nature of Indirect Beneficial Ownership (Instr. 4)					
									Code	v	Amount	(A) (D)	or F	Price Reported Transaction(s) (Instr. 3 and 4)						
Common	Common Stock 09/12			09/12/20	022				J ⁽¹⁾		43,977,72	7 D		(1)	87,95	87,955,456		Ι	See Footnote ⁽²⁾	
		Та	ble II	l - Derivati (e.g., pι												d				
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	Exec if an	Deemed cution Date,	4. Trans Code 8)	action	5. Nu of Deriv Secu Acqu (A) o Disp of (D	Expiration Date (Month/Day/Year) Amount (Month/Day/Year) Underlyi Underlyi Underlyi Derivati Security 3 and 4) D) (T, 3, 4		. Title and mount of ecurities nderlying erivative ecurity (Instr.		8. Price of Derivative Security (Instr. 5) Benefic Owned Followin Reporte Transac (Instr. 4)		ve Owners les Form: ially Direct (l or Indiru ng (l) (Instr ed		D) Benefici D) Ownersh ect (Instr. 4)				
					Code	v	(A)	(D)	Date	cisable	Expiration Date	Title	or Nun of	ount nber ires						
	nd Address of nergies SI	Reporting Person [*]	,			Τ														
(Last) 2, PLAC LA DEF	E JEAN M	(First) ILLIER	(1	Middle)		_														
(Street)	EVOIE	10	9	92400		_														
(City)		(State)	(2	Zip)																
		Reporting Person [*]		<u>L</u>																
(Last) 2, PLAC LA DEF	E JEAN M	(First) ILLIER	(1	Middle)																
(Street) COURB	EVOIE	IO	9	02400		-														
(City)		(State)	(2	Zip)																
		Reporting Person [*] oldings USA		<u>.</u>																
(Last) 1201 LO		(First) ST. SUITE 1800		Middle)																

(Street) HOUSTON TX 77002 (City) (State) (Zip) 1. Name and Address of Reporting Person* TotalEnergies Delaware, Inc. (Last) (First) (Middle) 1201 LOUISIANA ST. SUITE 1800, (Street) HOUSTON TX 77002 (City) (State) (Zip) 1. Name and Address of Reporting Person* TotalEnergies Renewables USA, LLC (Last) (First) (Middle) 1201 LOUISIANA ST. SUITE 1800 (Street) HOUSTON TX 77002 (City) (State) (Zip) 1. Name and Address of Reporting Person* Gitreet) HOUSTON TX 77002 (City) (State) (Zip) 1. Name and Address of Reporting Person* Sol Holding, LLC (Last) (First) (Middle) 1201 LOUISIANA ST. SUITE 1800, (Street) HOUSTON TX 77002 (City) (State) (Zip)	L								
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HOUSTON TX 77002		. ,	(Middle)						
(City) (State) (Zip)	· /	ТХ	77002						
	(City)	(State)	(Zip)						

Explanation of Responses:

1. Represents the sale of 50% less one unit of the equity interests in Sol Holding, LLC ("HoldCo") to GIP III Sol Acquisition, LLC ("Purchaser") in a privately negotiated transaction as partial consideration for the purchase of 50% of the equity interests in GIP III Zephyr Holdings, LLC. No shares were directly transferred to the Purchaser pursuant to the Transaction.

2. The securities reported herein are held directly by HoldCo, which is equally controlled by Purchaser and TotalEnergies Renewables USA, LLC. TotalEnergies Holdings USA, Inc. is the sole shareholder of TotalEnergies Delaware, Inc., which is the sole member of TotalEnergies Renewables USA, LLC. TotalEnergies Gestion USA SARL, which is a direct wholly owned subsidiary of TotalEnergies SE, is the sole shareholder of TotalEnergies Holdings USA, Inc. As a result, each of the foregoing entities may be deemed to beneficially own the securities reported herein.

Remarks:

Purchaser and its affiliated entities are separately filing a Form 3 with respect to the securities reported herein.

TOTALENERGIES SE By: Name: Aurelien Hamelle Title: General Counsel	<u>09/12/2022</u>
TOTALENERGIES GESTION USA SARL By: Name: Eric Bozec Title: General Manager	<u>09/12/2022</u>
TOTALENERGIES HOLDINGS USA, INC. By: Name: Christophe Vuillez Title: Chief Executive Officer and President	<u>09/12/2022</u>
<u>TOTALENERGIES</u> <u>DELAWARE, INC. By:</u> <u>Name: Christophe Vuillez</u> <u>Title: President</u>	<u>09/12/2022</u>
TOTALENERGIES <u>RENEWABLES USA, LLC</u> By: Name: Marc-Antoine Pignon Title: Chief Executive Officer	<u>09/12/2022</u>
SOL HOLDING, LLC By: Name: Christopher Gillies <u>Title: President and Secretary</u> ** Signature of Reporting Person	<u>09/12/2022</u> 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.