

FIRST SOLAR, INC.
Form 4
September 02, 2008

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
Sohn Bruce

(Last) (First) (Middle)
350 WEST WASHINGTON STREET, SUITE 600
(Street)

TEMPE, AZ 85281-1244

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
FIRST SOLAR, INC. [FSLR]

3. Date of Earliest Transaction (Month/Day/Year)
08/28/2008

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

___ Director ___ 10% Owner
 Officer (give title below) ___ Other (specify below)
President

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
___ Form filed by More than One Reporting Person

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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | Code | V | Amount (A) or (D) Price | | |
| Common Stock | 08/28/2008 | | M | | 10,000 A \$ 54.5 | 22,497 | D |
| Common Stock | 08/28/2008 | | M | | 2,750 A \$ 4.54 | 25,247 | D |
| Common Stock | 08/28/2008 | | S | | 500 D \$ 279.51 | 24,747 | D |
| Common Stock | 08/28/2008 | | S | | 100 D \$ 279.5 | 24,647 | D |
| Common Stock | 08/28/2008 | | S | | 100 D \$ 279.49 | 24,547 | D |

Edgar Filing: FIRST SOLAR, INC. - Form 4

| | | | | | | | |
|--------------|------------|---|-------|---|-----------|--------|---|
| Common Stock | 08/28/2008 | S | 100 | D | \$ 279.36 | 24,447 | D |
| Common Stock | 08/28/2008 | S | 300 | D | \$ 279.38 | 24,147 | D |
| Common Stock | 08/28/2008 | S | 200 | D | \$ 279.33 | 23,947 | D |
| Common Stock | 08/28/2008 | S | 100 | D | \$ 279.22 | 23,847 | D |
| Common Stock | 08/28/2008 | S | 1,200 | D | \$ 279.21 | 22,647 | D |
| Common Stock | 08/28/2008 | S | 1,000 | D | \$ 279.2 | 21,647 | D |
| Common Stock | 08/28/2008 | S | 100 | D | \$ 279.19 | 21,547 | D |
| Common Stock | 08/28/2008 | S | 100 | D | \$ 279.05 | 21,447 | D |
| Common Stock | 08/28/2008 | S | 300 | D | \$ 279.23 | 21,147 | D |
| Common Stock | 08/28/2008 | S | 500 | D | \$ 279.25 | 20,647 | D |
| Common Stock | 08/28/2008 | S | 100 | D | \$ 279.02 | 20,547 | D |
| Common Stock | 08/28/2008 | S | 100 | D | \$ 279.09 | 20,447 | D |
| Common Stock | 08/28/2008 | S | 100 | D | \$ 279.04 | 20,347 | D |
| Common Stock | 08/28/2008 | S | 100 | D | \$ 279.01 | 20,247 | D |
| Common Stock | 08/28/2008 | S | 2,352 | D | \$ 279 | 17,895 | D |
| Common Stock | 08/28/2008 | S | 1,300 | D | \$ 279.26 | 16,595 | D |
| Common Stock | 08/28/2008 | S | 100 | D | \$ 279.1 | 16,495 | D |
| Common Stock | 08/28/2008 | S | 400 | D | \$ 278.99 | 16,095 | D |
| Common Stock | 08/28/2008 | S | 200 | D | \$ 278.8 | 15,895 | D |
| Common Stock | 08/28/2008 | S | 100 | D | \$ 278.7 | 15,795 | D |
| | 08/28/2008 | S | 100 | D | | 15,695 | D |

Edgar Filing: FIRST SOLAR, INC. - Form 4

| | | | | | | | | | |
|--------------|------------|--|---|-------|----|----|--------|--------|--------|
| Common Stock | | | | | \$ | | | | 278.69 |
| Common Stock | 08/28/2008 | | S | 200 | D | \$ | 278.66 | 15,495 | D |
| Common Stock | 08/28/2008 | | S | 300 | D | \$ | 278.65 | 15,195 | D |
| Common Stock | 08/28/2008 | | S | 100 | D | \$ | 278.54 | 15,095 | D |
| Common Stock | 08/28/2008 | | S | 2,598 | D | \$ | 278.75 | 12,497 | D |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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 control number.

SEC 1474
(9-02)

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 Underlying Security (Instr. 3 and 4) | Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|----------------------------|
| Non-qualified Stock Option (Right to Buy) | \$ 54.5 | 08/28/2008 | | M | 10,000 | <u>(1)</u> 03/21/2014 | Common Stock | 10,000 |
| Non-qualified Stock Option (Right to Buy) | \$ 4.54 | 08/28/2008 | | M | 2,750 | <u>(2)</u> 12/14/2015 | Common Stock | 2,750 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|-----------|-------|
| | Director | 10% Owner | Officer | Other |
| Sohn Bruce 350 WEST WASHINGTON STREET SUITE 600 TEMPE, AZ 85281-1244 | | | President | |

Signatures

I. Paul Kacir,
Attorney-in-Fact

09/02/2008

__Signature of Reporting Person

Date

Explanation of Responses:

- * 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).
- (1) The options will vest with respect to 20% of the underlying shares on March 12, 2008, the first anniversary of Mr.Sohn's date of hire, and will vest ratably for the 48 month period thereafter, subject to Mr. Sohn's continued employment with us.
- (2) All of the underlying shares in respect of the option are fully vested.
- (3) Balance of 225,750 previously reported as an aggregate of all derivative securities; changed to 140,000 representing the total for this class of derivative security.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.