

Ahearn Michael J
Form 4
April 22, 2008

FORM 4

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

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

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
Ahearn Michael J

(Last) (First) (Middle)

C/- FIRST SOLAR, INC., 4050
EAST COTTON CENTER BLVD.

(Street)

PHOENIX, AZ 85040

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol

FIRST SOLAR, INC. [FSLR]

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

04/21/2008

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)

Chief Executive Officer

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 Indirect Beneficial Ownership (Instr. 4)
Common Stock	04/21/2008		S ⁽¹⁾	122 D	\$ 292.4 3,332,517	I	By Michael J Ahearn 2006 GRAT
Common Stock	04/21/2008		S ⁽¹⁾	500 D	\$ 292.44 3,332,017	I	By Michael J Ahearn 2006 GRAT
Common Stock	04/21/2008		S ⁽¹⁾	300 D	\$ 292.49 3,331,717	I	By Michael J

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Common Stock	04/21/2008	<u>S(1)</u>	1,000	D	\$ 292.5	3,330,717	I	Ahearn 2006 GRAT By Michael J Ahearn 2006 GRAT
Common Stock	04/21/2008	<u>S(1)</u>	95	D	\$ 292.55	3,330,622	I	By Michael J Ahearn 2006 GRAT
Common Stock	04/21/2008	<u>S(1)</u>	5	D	\$ 292.57	3,330,617	I	By Michael J Ahearn 2006 GRAT
Common Stock	04/21/2008	<u>S(1)</u>	800	D	\$ 292.58	3,329,817	I	By Michael J Ahearn 2006 GRAT
Common Stock	04/21/2008	<u>S(1)</u>	200	D	\$ 292.59	3,329,617	I	By Michael J Ahearn 2006 GRAT
Common Stock	04/21/2008	<u>S(1)</u>	78	D	\$ 292.66	3,329,539	I	By Michael J Ahearn 2006 GRAT
Common Stock	04/21/2008	<u>S(1)</u>	300	D	\$ 292.67	3,329,239	I	By Michael J Ahearn 2006 GRAT
Common Stock	04/21/2008	<u>S(1)</u>	700	D	\$ 292.68	3,328,539	I	By Michael J Ahearn 2006 GRAT
Common Stock	04/21/2008	<u>S(1)</u>	4,500	D	\$ 292.85	3,324,039	I	By Michael J Ahearn

Common Stock	04/21/2008	S ⁽¹⁾	200	D	\$ 292.87	3,323,839	I	2006 GRAT By Michael J Ahearn 2006 GRAT
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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 Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction (Instr. 6)
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Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Code	V	(A)	(D)

Reporting Owners

Reporting Owner Name / Address

Relationships

Director	10% Owner	Officer	Other
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Ahearn Michael J
C/- FIRST SOLAR, INC.
4050 EAST COTTON CENTER BLVD.
PHOENIX, AZ 85040

X

Chief Executive Officer

Signatures

/s/ I. Paul Kacir,
Attorney-in-Fact

04/23/2008

 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 transactions reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan.

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

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