

TESLA MOTORS INC

Form 3

August 16, 2013

**FORM 3****UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

OMB APPROVAL

OMB  
Number: 3235-0104Expires: January 31,  
2005Estimated average  
burden hours per  
response... 0.5**INITIAL STATEMENT OF 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 \*

Â Reichow Gregory

(Last)

(First)

(Middle)

2. Date of Event Requiring  
Statement

(Month/Day/Year)

08/08/2013

3. Issuer Name **and** Ticker or Trading Symbol  
TESLA MOTORS INC [TSLA]4. Relationship of Reporting  
Person(s) to Issuer5. If Amendment, Date Original  
Filed(Month/Day/Year)

3500 DEER CREEK ROAD

(Street)

(Check all applicable)

☐ Director      ☐ 10% Owner  
☒ Officer      ☐ Other  
 (give title below)      (specify below)  
 VP Manufacturing

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

PALO ALTO,Â CAÂ 94304

(City)

(State)

(Zip)

**Table I - Non-Derivative Securities Beneficially Owned**1. Title of Security  
(Instr. 4)2. Amount of Securities  
Beneficially Owned  
(Instr. 4)

3. Ownership  
 Form:  
 Direct (D)  
 or Indirect  
 (I)  
 (Instr. 5)

4. Nature of Indirect Beneficial  
 Ownership  
 (Instr. 5)

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

SEC 1473 (7-02)

**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.**

**Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**1. Title of Derivative Security  
(Instr. 4)2. Date Exercisable and  
Expiration Date  
(Month/Day/Year)

Date      Expiration  
 Exercisable      Date

3. Title and Amount of  
Securities Underlying  
Derivative Security  
(Instr. 4)

Title      Amount or  
             Number of  
             Shares

4. Conversion  
 or Exercise  
 Price of  
 Derivative  
 Security

5. Ownership  
 Form of  
 Derivative  
 Security:  
 Direct (D)  
 or Indirect  
 (I)  
 (Instr. 5)

6. Nature of Indirect  
 Beneficial  
 Ownership  
 (Instr. 5)

Incentive Stock Option (right to buy)	Â <u>(1)</u>	04/11/2021	Common Stock	9,391	\$ 25.27	D	Â
Non-Qualified Stock Option (right to buy)	Â <u>(2)</u>	04/11/2021	Common Stock	63,527	\$ 25.27	D	Â

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Reichow Gregory 3500 DEER CREEK ROAD PALO ALTO, CA 94304	Â	Â	Â VP Manufacturing	Â

## Signatures

By: Deepak Ahuja, by Power of Attorney For: Gregory Reichow

08/16/2013

\_\_Signature of Reporting Person

Date

## Explanation of Responses:

\* If the form is filed by more than one reporting person, *see* Instruction 5(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) 1/4th of the shares subject to the option became vested and exercisable on March 23, 2012 and 1/48th of the shares subject to the option become vested and exercisable on each monthly anniversary thereafter.

- (2) With respect to 13,527 shares, 1/4th of the shares subject to the option became vested and exercisable on March 23, 2012 and 1/48th of the shares subject to the option become vested and exercisable on each monthly anniversary thereafter. With respect to 50,000 shares, such shares will become incrementally vested and exercisable upon the Issuer's achievement of certain performance objectives set forth in the option agreement.

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.