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SOLARCIT	Y CORP											
Form 4												
December 0												
FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549								OMB AP OMB Number:	9ROVAL 3235-0287			
Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b). Section 16, Form 4 or Section 17(a) of the Public 30(h) of the					IN CUI of th Hol	BENEF RITIES ne Securi ding Cor	Act of 1934,	Expires: January 31, 2005 Estimated average burden hours per response 0.5				
(Print or Type	Responses)											
Stanton John M S									5. Relationship of Reporting Person(s) to Issuer			
(Last)					ransaction	1		(Check all applicable)				
(Last) (First) (Middle) C/O SOLARCITY CORPORATION, 3055 CLEARVIEW WAY			(Month/Day/Year) 12/03/2013						Director 10% Owner X Officer (give title Other (specify below) VP, P&EM			
				iled(Month/Day/Year)					6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person			
(City)	(State)	(Zip)	Tab	le I - N	lon-l	Derivative	Secu	rities Acquir	red, Disposed of,	or Beneficiall	y Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)		Date, if	3. 4. Securities Acquired (A) Transactionor Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8) (A) or					5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
Common	12/03/2013	12/03/20	13	Code M	V	Amount 10,000	(D) A	Price \$ 1.82	(Instr. 3 and 4) 10,000	D		
Stock	12/03/2013	12/03/20	15	IVI		10,000	Л	φ 1.02	10,000	D		
Common Stock	12/03/2013	12/03/20	13	S <u>(1)</u>		10,000	D	\$ 51.135 (2)	0	D		
Common Stock	12/04/2013	12/04/20	13	М		10,000	A	\$ 1.82	10,000	D		
Common Stock	12/04/2013	12/04/20	13	S <u>(1)</u>		10,000	D	\$ 51.8923 (<u>3)</u>	0	D		

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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.

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. Transactic Code (Instr. 8)	5. Number of orDerivative 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)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Options to purchase Common Stock	\$ 1.82	12/03/2013	12/03/2013	М	10,000	03/01/2011	03/02/2020	Common Stock	10,000
Option to Purchase Common Stock	\$ 1.82	12/04/2013	12/04/2013	М	10,000	03/01/2011	03/02/2020	Common Stock	10,000

Reporting Owners

Reporting Owner Name / Address	Relationships						
FB	Director	10% Owner	Officer	Other			
Stanton John M C/O SOLARCITY CORPORATION 3055 CLEARVIEW WAY SAN MATEO, CA 94402			VP, P&EM				
Signatures							
Seth R. Weissman Atty-in-Fact for Jo Stanton	hn M.	12	2/05/2013				
<pre>**Signature of Reporting Person</pre>			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).

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(1) The sales reported on this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on May 31, 2013.

(2) The price reported in column 4 is weighted average price. These shares were sold in multiple transactions at prices ranging from \$50.60 to \$51.60, inclusive. The reporting person undertakes to provide SolarCity Corporation, any security holder of SolarCity Corporation 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.

The price reported in column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$51.70 to \$52.18, inclusive. The reporting person undertakes to provide SolarCity Corporation, any security holder of SolarCity Corporation or

(3) to \$22.15, inclusive. The reporting person undertaces to provide Sonaletty corporation, any security notice of Sonaletty corporation of 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.

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.