FIRST SOLAR, INC.

Form 4 May 06, 2009

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

OMB

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OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or

SECURITIES Form 5 obligations

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 may continue. 30(h) of the Investment Company Act of 1940 See Instruction

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading Estate of John T. Walton Issuer Symbol FIRST SOLAR, INC. [FSLR] (Check all applicable) (Last) (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year) Director _X__ 10% Owner Officer (give title _ Other (specify P.O. BOX 1860 05/04/2009 below) (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check

Filed(Month/Day/Year)

Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting

Person

BENTONVILLE, AR 72712

(City)	(State)	(Zip) Tab	le I - Non-	Derivative	Secur	ities Acqui	red, Disposed of,	or Beneficial	y Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	Code (Instr. 3, 4 and 5)			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)	
			Code V	Amount	(D)	Price \$	(Instr. 3 and 4)		
Common Stock	05/04/2009		S <u>(1)</u>	500	D	179.69 (2) (17)	18,603,357	D	
Common Stock	05/04/2009		S(1)	10,434	D	\$ 180.76 (3) (17)	18,592,923	D	
Common Stock	05/04/2009		S <u>(1)</u>	3,666	D	\$ 181.5 (4) (17)	18,589,257	D	
Common Stock	05/04/2009		S <u>(1)</u>	1,600	D	\$ 182.83 (5) (17)	18,587,657	D	

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Common Stock	05/04/2009	S <u>(1)</u>	1,300	D	\$ 184.17 (6) (17)	18,586,357	D
Common Stock	05/04/2009	S <u>(1)</u>	3,300	D	\$ 185.75 (7) (17)	18,583,057	D
Common Stock	05/04/2009	S <u>(1)</u>	3,400	D	\$ 186.36 (8) (17)	18,579,657	D
Common Stock	05/04/2009	S <u>(1)</u>	6,400	D	\$ 187.78 (9) (17)	18,573,257	D
Common Stock	05/04/2009	S <u>(1)</u>	18,600	D	\$ 188.74 (10) (17)	18,554,657	D
Common Stock	05/04/2009	S <u>(1)</u>	9,000	D	\$ 189.33 (11) (17)	18,545,657	D
Common Stock	05/04/2009	S <u>(1)</u>	8,600	D	\$ 190.92 (12) (17)	18,537,057	D
Common Stock	05/04/2009	S <u>(1)</u>	22,515	D	\$ 191.74 (13) (17)	18,514,542	D
Common Stock	05/04/2009	S <u>(1)</u>	22,685	D	\$ 192.8 (14) (17)	18,491,857	D
Common Stock	05/04/2009	S <u>(1)</u>	30,300	D	\$ 193.64 (15) (17)	18,461,557	D
Common Stock	05/04/2009	S <u>(1)</u>	7,700	D	\$ 194.52 (16) (17)	18,453,857	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	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exercisable and	7. Title and	8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	orNumber	Expiration Date	Amount of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/Year)	Underlying	Security	Secui
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivativ	e	Securities	(Instr. 5)	Bene

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Derivative Securities (Instr. 3 and 4) Security Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) Code V (A) (D) Date Expiration Title Amount Exercisable Date Number of Shares

Reporting Owners

Reporting Owner Name / Address

Director 10% Owner Officer Other

Estate of John T. Walton
P.O. BOX 1860

BENTONVILLE, AR 72712

Signatures

/s/ Peter C. Bartolino, Attorney-in-fact 05/06/2009

**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) This transaction was effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person.
- (2) This transaction was executed in multiple trades at prices ranging from \$179.21 to \$180.13. The price reported above reflects the weighted average sale price for the transactions reported on this line.
- (3) This transaction was executed in multiple trades at prices ranging from \$180.25 to \$181.24. The price reported above reflects the weighted average sale price for the transactions reported on this line.
- (4) This transaction was executed in multiple trades at prices ranging from \$181.25 to \$182.18. The price reported above reflects the weighted average sale price for the transactions reported on this line.
- (5) This transaction was executed in multiple trades at prices ranging from \$182.35 to \$183.28. The price reported above reflects the weighted average sale price for the transactions reported on this line.
- (6) This transaction was executed in multiple trades at prices ranging from \$183.59 to \$184.58. The price reported above reflects the weighted average sale price for the transactions reported on this line.
- (7) This transaction was executed in multiple trades at prices ranging from \$185.07 to \$186.05. The price reported above reflects the weighted average sale price for the transactions reported on this line.
- (8) This transaction was executed in multiple trades at prices ranging from \$186.07 to \$187.00. The price reported above reflects the weighted average sale price for the transactions reported on this line.
- (9) This transaction was executed in multiple trades at prices ranging from \$187.11 to \$188.10. The price reported above reflects the weighted average sale price for the transactions reported on this line.
- (10) This transaction was executed in multiple trades at prices ranging from \$188.11 to \$189.10. The price reported above reflects the weighted average sale price for the transactions reported on this line.

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- (11) This transaction was executed in multiple trades at prices ranging from \$189.11 to \$189.95. The price reported above reflects the weighted average sale price for the transactions reported on this line.
- (12) This transaction was executed in multiple trades at prices ranging from \$190.20 to \$191.19. The price reported above reflects the weighted average sale price for the transactions reported on this line.
- (13) This transaction was executed in multiple trades at prices ranging from \$191.20 to \$192.19. The price reported above reflects the weighted average sale price for the transactions reported on this line.
- (14) This transaction was executed in multiple trades at prices ranging from \$192.20 to \$193.19. The price reported above reflects the weighted average sale price for the transactions reported on this line.
- (15) This transaction was executed in multiple trades at prices ranging from \$193.20 to \$194.19. The price reported above reflects the weighted average sale price for the transactions reported on this line.
- (16) This transaction was executed in multiple trades at prices ranging from \$194.20 to \$194.98. The price reported above reflects the weighted average sale price for the transactions reported on this line.
- A total of 150,000 shares were sold on this date in multiple transactions at prices ranging from \$179.21 to \$194.98, with a total weighted (17) average sale price of \$190.23. The reporting person undertakes to provide upon request by the staff of the SEC, the Issuer, or a security holder of the Issuer, full information regarding the number of shares sold at each separate price.

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.