

MEYERHOFF JENS
Form 4
June 18, 2010

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

OMB APPROVAL

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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 *
MEYERHOFF JENS

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
C/O FIRST SOLAR, INC., 350
WEST WASHINGTON STREET
SUITE 600

3. Date of Earliest Transaction
(Month/Day/Year)
06/16/2010

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

(Street)
TEMPE, AZ 85281-1244

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

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

(City) (State) (Zip)

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) | |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|---|
| | | | | (A) or (D) | Price | | | |
| | | | | Code | V | Amount | | |
| Common Stock | 06/16/2010 | | M ⁽¹⁾ | 7,500 | A | \$ 20 | 16,210 | D |
| Common Stock | 06/16/2010 | | S ⁽¹⁾ | 7,500 | D | \$ 120.17 | 8,710 | D |
| Common Stock | 06/17/2010 | | M ⁽¹⁾ | 5,000 | A | \$ 20 | 13,710 | D |
| Common Stock | 06/17/2010 | | S ⁽¹⁾ | 5,000 | D | \$ 125.33 | 8,710 | D |

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A total of 7,500 shares were sold on this date in multiple transactions at prices ranging from \$120.00 to \$120.30, with a total weighted average sale price of \$120.17. 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.

(3) A total of 5,000 shares were sold on this date in multiple transactions at prices ranging from \$125.00 to \$125.67, with a total weighted average sale price of \$125.33. 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.

(4) This option to purchase 187,501 shares vested with respect to 20% of the underlying shares on June 1, 2007, and has vested or will vest ratably each month during the 48 month period thereafter, subject to Mr. Meyerhoff's continued employment with the Issuer.

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.