#### Form 3 March 13, 2017 UNITED STATES SECURITIES AND EXCHANGE COMMISSION **OMB APPROVAL** FORM 3 Washington, D.C. 20549 OMB 3235-0104 Number: January 31, **INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF** Expires: 2005 **SECURITIES** Estimated average burden hours per Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, response... 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 <u>*</u> Ahuja Deepak			<ul><li>2. Date of Event Requiring Statement</li><li>(Month/Day/Year)</li></ul>	1 0	3. Issuer Name <b>and</b> Ticker or Trading Symbol Tesla, Inc. [TSLA]				
	(First)	(Middle)	03/02/2017		4. Relationship of Reporting Person(s) to Issuer			5. If Amendment, Date Original Filed(Month/Day/Year)	
C/O TESLA, I	NC, 350	0 DEER							
CREEK ROAD			(Check all applicable)						
(Street) PALO ALTO, CA 94304				Director 10% Owner X_Officer Other (give title below) (specify below) Chief Financial Officer		w)	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)	Tabl	le I - No	on-Derivati	ve Securiti	es Bei	neficially Owned	
1.Title of Security (Instr. 4)	/			ficially C	Securities Jwned	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nat Owne (Instr.	1	
Common Stock	k		14,8	374		D	Â		
Common Stock			38,989		Ι	Ahuja Family Trust			
Reminder: Report	on a separat	te line for ea	ch class of securities	beneficia	illy	EC 1472 (7.02	\ \		

owned directly or indirectly.

currently valid OMB control number.

Tesla, Inc.

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Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security	2. Date Exercisable and	3. Title and Amount of	4.	5.	6. Nature of Indirect
(Instr. 4)	Expiration Date	Securities Underlying	Conversion	Ownership	Beneficial
	(Month/Day/Year)	Derivative Security	or Exercise	Form of	Ownership
		(Instr. 4)	Price of	Derivative	(Instr. 5)

0.5

### Edgar Filing: Tesla, Inc. - Form 3

	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Derivative Security	Security: Direct (D) or Indirect (I) (Instr. 5)	
Incentive Stock Option (right to buy)	(1)	02/13/2022	Common Stock	5,035	\$ 31.49	D	Â
Non-Qualified Stock Option (right to buy)	(2)	01/13/2024	Common Stock	33,750	\$ 139.34	D	Â

## **Reporting Owners**

Reporting Owner Name / Address	s Relationships					
1 0	Director	10% Owner	Officer	Other		
Ahuja Deepak C/O TESLA, INC 3500 DEER CREEK ROAD PALO ALTO, CA 94304	Â	Â	Chief Financial Officer	Â		

# Signatures

Deepak Ahuja03/13/2017\*\*Signature of<br/>Reporting PersonDate

# **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) 1/48th of the shares subject to the option vested on each monthly anniversary of the grant date, so that all such shares became vested as of the fourth anniversary of the grant date.
- (2) 33,750 remaining shares of the 50,000 shares subject to the original option grant will become 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.