

Enphase Energy, Inc.  
Form 3  
August 11, 2016

# FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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## 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 Garcia Humberto

(Last) (First) (Middle)

C/O ENPHASE ENERGY,  
INC.,Â 1420 NORTH  
MCDOWELL BLVD.

(Street)

PETALUMA,Â CAÂ 94954

(City) (State) (Zip)

2. Date of Event Requiring  
Statement

(Month/Day/Year)

08/08/2016

3. Issuer Name **and** Ticker or Trading Symbol  
Enphase Energy, Inc. [ENPH]

4. Relationship of Reporting  
Person(s) to Issuer

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

(Check all applicable)

\_\_\_ Director \_\_\_ 10% Owner

X Officer \_\_\_ Other  
(give title below) (specify below)

VP and CFO

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

### 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)

Common Stock

1,875 <sup>(1)</sup>

D

Â

Common Stock

8,752 <sup>(2)</sup>

D

Â

Common Stock

7,500 <sup>(3)</sup>

D

Â

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

SEC 1473 (7-02)

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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)**

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1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		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)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
Stock Option (Right to Buy)	Â <u>(4)</u>	05/04/2021	Common Stock	1,320	\$ 4.086	D	Â
Stock Option (Right to Buy)	Â <u>(4)</u>	08/22/2021	Common Stock	11,013	\$ 9.534	D	Â
Stock Option (Right to Buy)	Â <u>(4)</u>	03/11/2022	Common Stock	1,887	\$ 11	D	Â
Stock Option (Right to Buy)	Â <u>(4)</u>	05/30/2022	Common Stock	3,609	\$ 6.9	D	Â
Stock Option (Right to Buy)	Â <u>(5)</u>	06/30/2020	Common Stock	12,804	\$ 7.68	D	Â
Stock Option (Right to Buy)	Â <u>(6)</u>	07/13/2021	Common Stock	20,000	\$ 9.69	D	Â
Stock Option (Right to Buy)	Â <u>(7)</u>	02/07/2023	Common Stock	20,000	\$ 2.09	D	Â

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Garcia Humberto C/O ENPHASE ENERGY, INC. 1420 NORTH MCDOWELL BLVD. PETALUMA, CA 94954	Â	Â	Â VP and CFO	Â

## Signatures

/s/ Humberto Garcia 08/11/2016

\*\*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).

- Represents the 1,875 remaining unvested shares of a restricted stock unit award originally granted with respect to 7,500 shares of
- (1) common stock on July 1, 2013, which award vests in eight (8) successive equal semi-annual installments, with the first 1/8th of the shares vesting on November 15, 2013, subject to the grantee's Continuous Service, as defined in the Plan.
  - (2) Represents the 8,752 remaining unvested shares of a restricted stock unit award originally granted with respect to 17,500 shares of common stock on March 6, 2014, which award vests in eight (8) successive equal semi-annual installments, with the first 1/8th of the

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shares vesting on August 15, 2014, subject to the grantee's Continuous Service, as defined in the Plan.

Represents the 7,500 remaining unvested shares of a restricted stock unit award originally granted with respect to 10,000 shares of

- (3) common stock on March 4, 2015, which award vests in eight (8) successive equal semi-annual installments, with the first 1/8th of the shares vesting on August 15, 2015, subject to the grantee's Continuous Service, as defined in the Plan.
- (4) The options are immediately exercisable.
- (5) 9,053 shares subject to this option are fully vested and exercisable. The remaining shares vest in equal monthly installments and become fully vested and exercisable on April 10, 2017, subject to the grantee's Continuous Service, as defined in the Plan.
- (6) 10,833 shares subject to this option are fully vested and exercisable. The remaining shares vest in equal monthly installments and become fully vested and exercisable on June 1, 2018, subject to the grantee's Continuous Service, as defined in the Plan.
- (7) 2,496 shares subject to this option are fully vested and exercisable. The remaining shares vest in equal monthly installments and become fully vested and exercisable on February 1, 2020, subject to the grantee's Continuous Service, as defined in the Plan.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure.

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