

Tesla, Inc.  
Form 3  
March 13, 2017

# 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 * | 2. Date of Event Requiring Statement | 3. Issuer Name <b>and</b> Ticker or Trading Symbol  |
| Â Ahuja Deepak                            | (Month/Day/Year)                     | Tesla, Inc. [TSLA]  |
| (Last) (First) (Middle)                   | 03/02/2017                           |   |
|   |                                      | 4. Relationship of Reporting Person(s) to Issuer  |
| C/O TESLA, INC,Â 3500 DEER CREEK ROAD     |                                      | 5. If Amendment, Date Original Filed(Month/Day/Year)  |
| (Street)                                  |                                      |   |
|   |                                      | (Check all applicable)  |
|   |                                      | <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner<br><input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other<br>(give title below) (specify below)<br>Chief Financial Officer |
| PALO ALTO,Â CAÂ 94304                     |                                      | 6. Individual or Joint/Group Filing(Check Applicable Line)  |
| (City) (State) (Zip)                      |                                      | <input checked="" type="checkbox"/> Form filed by One Reporting Person  |
|   |                                      | <input type="checkbox"/> Form filed by More than One Reporting Person   |

### Table I - Non-Derivative Securities Beneficially Owned

| 1. Title of Security<br>(Instr. 4) | 2. Amount of Securities Beneficially Owned<br>(Instr. 4) | 3. Ownership Form:<br>Direct (D)<br>or Indirect (I)<br>(Instr. 5) | 4. Nature of Indirect Beneficial Ownership<br>(Instr. 5) |
|------------------------------------|--|---|--|
| Common Stock                       | 14,874   | D   | Â  |
| Common Stock                       | 38,989   | I   | Ahuja Family Trust                                       |

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

SEC 1473 (7-02)

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

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

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

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

## Reporting Owners

| Reporting Owner Name / Address  | Relationships |           |                           |       |
|---|---------------|-----------|---------------------------|-------|
|   | Director      | 10% Owner | Officer                   | Other |
| Ahuja Deepak<br>C/O TESLA, INC<br>3500 DEER CREEK ROAD<br>PALO ALTO, CA 94304 | Â             | Â         | Â Chief Financial Officer | Â     |

## Signatures

Deepak Ahuja                      03/13/2017

\_\_\_\_\_\*Signature of                      Date  
Reporting Person

## 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.

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