

Guillen Jerome M
 Form 3
 October 03, 2018

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0104
 Expires: January 31, 2015
 Estimated average burden hours per response... 0.5

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 and Ticker or Trading Symbol	
Guillen Jerome M		(Month/Day/Year)	Tesla, Inc. [TSLA]	
(Last)	(First)	(Middle)	09/26/2018	
C/O TESLA, INC., 3500 DEER CREEK ROAD			4. Relationship of Reporting Person(s) to Issuer	5. If Amendment, Date Original Filed(Month/Day/Year)
(Street)			(Check all applicable)	
PALO ALTO, CA 94304			<input type="checkbox"/> Director	<input type="checkbox"/> 10% Owner
(City)			<input checked="" type="checkbox"/> Officer	<input type="checkbox"/> Other
(State)			(give title below) (specify below)	
(Zip)			President, Automotive	
			6. Individual or Joint/Group Filing(Check Applicable Line)	
			<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 (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	7,598	D	

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 (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)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
		Title			

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	Date Exercisable	Expiration Date		Amount or Number of Shares		or Indirect (I) (Instr. 5)	
Incentive Stock Option (right to buy)	Â (1)	Â (1)	Common Stock	1,370	\$ 363.8	D	Â
Incentive Stock Option (right to buy)	Â (2)	Â (2)	Common Stock	636	\$ 315.73	D	Â
Non-Qualified Stock Option (right to buy)	Â (3)	Â (3)	Common Stock	38,250	\$ 139.34	D	Â
Non-Qualified Stock Option (right to buy)	Â (4)	Â (4)	Common Stock	27,293	\$ 217.87	D	Â
Non-Qualified Stock Option (right to buy)	Â (1)	Â (1)	Common Stock	7,754	\$ 363.8	D	Â
Non-Qualified Stock Option (right to buy)	Â (5)	Â (5)	Common Stock	11,621	\$ 342.94	D	Â
Non-Qualified Stock Option (right to buy)	Â (2)	Â (2)	Common Stock	44,364	\$ 315.73	D	Â
Restricted Stock Unit	Â (6)	Â (6)	Common Stock	1,991	\$ 0	D	Â
Restricted Stock Unit	Â (7)	Â (7)	Common Stock	2,664	\$ 0	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Guillen Jerome M C/O TESLA, INC 3500 DEER CREEK ROAD PALO ALTO, CA 94304	Â	Â	Â President, Automotive	Â

Signatures

By: Aaron Beckman, Power of Attorney For: Jerome M. Guillen

10/03/2018

**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).

(1) 1/48th of the shares subject to the option became vested and exercisable on September 14, 2017, and 1/48th of the shares subject to the option shall become vested and exercisable each month thereafter.

(2) 1/60th of the shares subject to the option became vested and exercisable on March 12, 2018, and 1/60th of the shares subject to the option shall become vested and exercisable each month thereafter.

(3)

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1/4th of the shares subject to the option vested and became exercisable on each of October 6, 2015, May 15, 2017, and July 30, 2017, and the remainder of the shares subject to the option shall become vested and exercisable with the attainment of meeting the remaining performance goal specified in the option agreement.

- (4) 1/4th of the shares subject to the option vested and became exercisable on January 15, 2018, and the remainder of the shares subject to the option shall become vested and exercisable with the attainment of meeting the remaining performance goals specified in the option agreement.
- (5) 1/3rd of the shares subject to the option shall become vested and exercisable upon meeting each of three performance goals specified in the option agreement.
- (6) 1/16th of the total restricted stock units initially subject to this award vested on September 5, 2016, and 1/16th of the total units initially subject to this award vest every three months thereafter.
- (7) 1/16th of the total restricted stock units initially subject to this award vested on September 5, 2017, and 1/16th of the total units initially subject to this award vest every three months thereafter.

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.