

WERNER THOMAS H  
Form 4  
April 24, 2008

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

**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 \*  
WERNER THOMAS H

2. Issuer Name and Ticker or Trading Symbol  
SUNPOWER CORP [SPWR]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)  
3939 NORTH FIRST STREET

3. Date of Earliest Transaction (Month/Day/Year)  
04/22/2008

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

Chief Executive Officer

(Street)

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

SAN JOSE, CA 95134

(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 Ownership (Instr. 4)	
			Code	V	Amount	(A) or (D)	Price	
Class A Common Stock	04/22/2008 <sup>(1)</sup>		M		50,000	A	\$ 3.3 84,925	D
Class A Common Stock	04/22/2008 <sup>(1)</sup>		S		32	D	\$ 92.35 84,893	D
Class A Common Stock	04/22/2008 <sup>(1)</sup>		S		100	D	\$ 92.36 84,793	D
Class A Common	04/22/2008 <sup>(1)</sup>		S		2,000	D	\$ 92.37 82,793	D

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Stock							
Class A Common Stock	04/22/2008 <sup>(1)</sup>	S	2,000	D	\$ 92.55	80,793	D
Class A Common Stock	04/22/2008 <sup>(1)</sup>	S	100	D	\$ 92.57	80,693	D
Class A Common Stock	04/22/2008 <sup>(1)</sup>	S	1,668	D	\$ 92.66	79,025	D
Class A Common Stock	04/22/2008 <sup>(1)</sup>	S	3,309	D	\$ 92.67	75,716	D
Class A Common Stock	04/22/2008 <sup>(1)</sup>	S	200	D	\$ 92.675	75,516	D
Class A Common Stock	04/22/2008 <sup>(1)</sup>	S	91	D	\$ 92.68	75,425	D
Class A Common Stock	04/22/2008 <sup>(1)</sup>	S	200	D	\$ 92.69	75,225	D
Class A Common Stock	04/22/2008 <sup>(1)</sup>	S	1,000	D	\$ 92.695	74,225	D
Class A Common Stock	04/22/2008 <sup>(1)</sup>	S	3,000	D	\$ 92.74	71,225	D
Class A Common Stock	04/22/2008 <sup>(1)</sup>	S	2,300	D	\$ 92.77	68,925	D
Class A Common Stock	04/22/2008 <sup>(1)</sup>	S	100	D	\$ 92.79	68,825	D
Class A Common Stock	04/22/2008 <sup>(1)</sup>	S	500	D	\$ 92.8	68,325	D
Class A Common Stock	04/22/2008 <sup>(1)</sup>	S	2,400	D	\$ 92.81	65,925	D
Class A Common Stock	04/22/2008 <sup>(1)</sup>	S	2,735	D	\$ 92.82	63,190	D

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Class A Common Stock	04/22/2008 <sup>(1)</sup>	S	1,751	D	\$ 92.83	61,439	D
Class A Common Stock	04/22/2008 <sup>(1)</sup>	S	100	D	\$ 92.84	61,339	D
Class A Common Stock	04/22/2008 <sup>(1)</sup>	S	2,114	D	\$ 92.85	59,225	D
Class A Common Stock	04/22/2008 <sup>(1)</sup>	S	200	D	\$ 92.86	59,025	D
Class A Common Stock	04/22/2008 <sup>(1)</sup>	S	264	D	\$ 92.87	58,761	D
Class A Common Stock	04/22/2008 <sup>(1)</sup>	S	100	D	\$ 92.88	58,661	D
Class A Common Stock	04/22/2008 <sup>(1)</sup>	S	1,800	D	\$ 92.92	56,861	D
Class A Common Stock	04/22/2008 <sup>(1)</sup>	S	100	D	\$ 92.93	56,761	D
Class A Common Stock	04/22/2008 <sup>(1)</sup>	S	1,100	D	\$ 92.94	55,661	D
Class A Common Stock	04/22/2008 <sup>(1)</sup>	S	600	D	\$ 92.97	55,061	D
Class A Common Stock	04/22/2008 <sup>(1)</sup>	S	200	D	\$ 92.99	54,861	D
Class A Common Stock	04/22/2008 <sup>(1)</sup>	S	268	D	\$ 93	54,593	D

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

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(9-02)

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned**  
(e.g., puts, calls, warrants, options, convertible securities)

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1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	Amount or Number of Shares	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	
Employee Stock Option (Right to Buy)	\$ 3.3	04/22/2008		M	50,000	<u>(1)(2)</u>	06/17/2014	Class A Common Stock	50,000

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
WERNER THOMAS H 3939 NORTH FIRST STREET SAN JOSE, CA 95134	X		Chief Executive Officer	

## Signatures

/s/ Magali Salomon,  
Attorney-in-Fact

04/24/2008

         \*\*Signature of Reporting Person

        Date

## Explanation of Responses:

- \* If the form is filed by more than one reporting person, *see* Instruction 4(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) The sales reported on this Form 4 were effected pursuant to a previously adopted rule 10b5-1 trading plan by the reporting person.
- (2) The option becomes exercisable as to 20% of the shares on June 17, 2005 and becomes exercisable as to 1/60th of the shares monthly 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.