

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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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

(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

SAN JOSE, CA 95134

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

(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 Indirect Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|--|
| | | | Code | V | Amount (A) or (D) Price | | |
| Class A Common Stock | 04/22/2008 ⁽¹⁾ | | S | | 36 D \$ 93.025 | 54,557 | D |
| Class A Common Stock | 04/22/2008 ⁽¹⁾ | | S | | 3,000 D \$ 93.06 | 51,557 | D |
| Class A Common Stock | 04/22/2008 ⁽¹⁾ | | S | | 1,832 D \$ 93.15 | 49,725 | D |
| Class A Common | 04/22/2008 ⁽¹⁾ | | S | | 170 D \$ 93.25 | 49,555 | D |

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| | | | | | | | |
|----------------------------|---------------------------|---|-------|---|--------------|--------|---|
| Stock | | | | | | | |
| Class A Common Stock | 04/22/2008 ⁽¹⁾ | S | 710 | D | \$ 93.29 | 48,845 | D |
| Class A Common Stock | 04/22/2008 ⁽¹⁾ | S | 1,290 | D | \$ 93.39 | 47,555 | D |
| Class A Common Stock | 04/22/2008 ⁽¹⁾ | S | 130 | D | \$ 93.63 | 47,425 | D |
| Class A Common Stock | 04/22/2008 ⁽¹⁾ | S | 126 | D | \$ 93.7 | 47,299 | D |
| Class A Common Stock | 04/22/2008 ⁽¹⁾ | S | 1,100 | D | \$ 93.71 | 46,199 | D |
| Class A Common Stock | 04/22/2008 ⁽¹⁾ | S | 200 | D | \$ 93.715 | 45,999 | D |
| Class A Common Stock | 04/22/2008 ⁽¹⁾ | S | 100 | D | \$ 93.72 | 45,899 | D |
| Class A Common Stock | 04/22/2008 ⁽¹⁾ | S | 1,574 | D | \$ 93.76 | 44,325 | D |
| Class A Common Stock | 04/22/2008 ⁽¹⁾ | S | 125 | D | \$ 93.87 | 44,200 | D |
| Class A Common Stock | 04/22/2008 ⁽¹⁾ | S | 975 | D | \$ 94.22 | 43,225 | D |
| Class A Common Stock | 04/22/2008 ⁽¹⁾ | S | 186 | D | \$ 94.4 | 43,039 | D |
| Class A Common Stock | 04/22/2008 ⁽¹⁾ | S | 10 | D | \$ 94.42 | 43,029 | D |
| Class A Common Stock | 04/22/2008 ⁽¹⁾ | S | 1,204 | D | \$ 94.93 | 41,825 | D |
| Class A Common Stock | 04/22/2008 ⁽¹⁾ | S | 700 | D | \$ 94.99 | 41,125 | D |

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(1) The sales reported on this Form 4 were effected pursuant to a previously adopted rule 10b5-1 trading plan by the reporting person.

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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