MORA RICHARD Form 4 March 04, 2019

FORM 4

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

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

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OMB APPROVAL

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Check this box

may continue. See Instruction

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

SECURITIES

1(b).

(Last)

(City)

(Print or Type Responses)

1. Name and Address of Reporting Pe	rson
MORA RICHARD	

(First)

(Middle)

(Zip)

C/O LANDIS+GYR, 30000 MILL **CREEK AVE SUITE 100**

(Street)

(State)

2. Issuer Name and Ticker or Trading Symbol

Enphase Energy, Inc. [ENPH]

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

02/28/2019

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

4. If Amendment, Date Original

Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check

Applicable Line)

X Form filed by One Reporting Person Form filed by More than One Reporting

ALPHARETTA, GA 30022

(City)	(State)	(Zip) Tab	le I - Non-	Derivative	Secur	ities Acqui	red, Disposed of	, or Beneficial	ly Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	Code (Instr. 8)	(A) or			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 Beneficial Ownership (Instr. 4)
Common Stock	02/28/2019		Code V M	Amount 49,788	(D)	Price \$ 2.58	109,788	D	
Common Stock	02/28/2019		S	49,788	D	\$ 9.0857 (1)	60,000	D	
Common Stock	02/28/2019		M	20,212	A	\$ 0.7	80,212	D	
Common Stock	02/28/2019		S	20,212	D	\$ 9.0857 (1)	60,000	D	

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

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SEC 1474 (9-02)

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

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. Transactic Code (Instr. 8)	5. Number of orDerivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4,	Derivative Expiration Date Gecurities (Month/Day/Year) Acquired (A) or Disposed of D)		7. Title and Amount o Underlying Securities (Instr. 3 and 4)	
				Code V	and 5)	Date Exercisable	Expiration Date	Title	Amount or Number of Share
Stock Option (Right to Buy) (2)	\$ 2.58	02/28/2019		M	49,788	(3)	04/27/2023	Common Stock	49,788
Stock Option (Right to	\$ 0.7	02/28/2019		M	20,212	05/18/2018(3)	05/17/2024	Common Stock	20,212

Reporting Owners

Reporting Owner Name / Address

Director 10% Owner Officer Other

MORA RICHARD

C/O LANDIS+GYR
30000 MILL CREEK AVE SUITE 100

ALPHARETTA, GA 30022

Signatures

Buy) (2)

/s/ Denis Quinlan, Attorney-in-Fact for Richard
Mora

03/04/2019

**Signature of Reporting Person

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 price reported in column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$8.965 to \$9.22.

Date

Reporting Owners 2

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- (2) Issued pursuant to the 2011 Equity Incentive Plan.
- (3) Such option will vest in twelve (12) equal monthly installments from the grant date, such that the option is fully vested on the one-year anniversary of the date of grant, subject to the Director's Continuous Service (as defined in the 2011 Equity Incentive Plan).

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.