Edgar Filing: Enphase Energy, Inc. - Form 4

Enphase En Form 4	ergy, Inc.										
August 20,	2014										
FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549								MMISSION	OMB AP OMB Number:	PPROVAL 3235-0287	
Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b). Kather and the securities of the securit						Act of 1934,	Expires: Estimated ar burden hour response	•			
(Print or Type	Responses)										
1. Name and Address of Reporting Person * Madrone Partners, L.P.2. Issuer Name and Ticker or Trading Symbol5. Relationship of I Issuer						Reporting Person(s) to					
			Enpha	se Energy	, Inc. [EN	PH]		(Check all applicable)			
(Mont				e of Earliest Transaction n/Day/Year)/2014b				DirectorX 10% Owner Officer (give titleOther (specify below)			
				-				Individual or Joint/Group Filing(Check pplicable Line)			
MENLO P	ARK, CA 94025		×	2	,			X_Form filed by On Form filed by Mo erson			
(City)	(State)	(Zip)	Tal	ble I - Non-	Derivative	Securi		red, Disposed of,	or Beneficiall	y Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemer Execution I any (Month/Day	d Date, if	3.		s Acqı f (D)	uired (A) or Price	r 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	08/19/2014			S	800,000	D	\$ 10.0269	4,338,287	D <u>(1)</u>		

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

 (e.g., puts, calls, warrants, options, convertible securities)

Deri Secu	itle of ivative urity tr. 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. Transac Code (Instr. 8	5. tionNumber of) Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	Secur	int of rlying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secu Bene Owno Follo Repo Trans (Instr
					Code Y	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

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Reporting Owners

Reporting Owner Name / Address		Relationships					
		Director	10% Owner	Officer	Other		
Madrone Partners, L.P. 3000 SAND HILL ROAD, BUILDING 1, SUITE 1 MENLO PARK, CA 94025			Х				
Signatures							
Jameson J.	08/20/2014						

<u>**</u>Signature of Reporting Person

McJunkin

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).

The shares are directly held by Madrone Partners, L.P. Affiliated individuals and Jameson McJunkin, a member of the Issuer's board of
 directors, share voting and dispositive power over shares held by Madrone Partners L.P.; however, the affiliated individuals and Mr. McJunkin disclaim beneficial ownership of these shares except to the extent of their pecuniary interest therein.

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.