

TESLA MOTORS INC  
Form 3  
August 16, 2013

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

OMB APPROVAL

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**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 <b>and</b> Ticker or Trading Symbol   |  |
| Â Guillen Jerome M                        |         | (Month/Day/Year)   | TESLA MOTORS INC [TSLA]                              |  |
| (Last)                                    | (First) | (Middle)   | 08/08/2013   |  |
| 3500 DEER CREEK ROAD                      |         | 4. Relationship of Reporting Person(s) to Issuer   |  |  |
| (Street)                                  |         | (Check all applicable)   |  |  |
| PALO ALTO,Â CAÂ 94304                     |         | <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner<br><input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other<br>(give title below)    (specify below)<br>VP Service & Sales Operations |  |  |
| (City)                                    | (State) | (Zip)  | 5. If Amendment, Date Original Filed(Month/Day/Year) |  |
|   |         |  |  | 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<br>(Instr. 4) | 2. Amount of Securities Beneficially Owned<br>(Instr. 4) | 3. Ownership Form:<br>Direct (D)<br>or Indirect (I)<br>(Instr. 5) | 4. Nature of Indirect Beneficial Ownership<br>(Instr. 5) |
|------------------------------------|--|---|--|

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<br>(Instr. 4) | 2. Date Exercisable and Expiration Date<br>(Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security<br>(Instr. 4) | 4. Conversion or Exercise Price of Derivative Security | 5. Ownership Form of Derivative Security:<br>Direct (D)<br>or Indirect (I)<br>(Instr. 5) | 6. Nature of Indirect Beneficial Ownership<br>(Instr. 5) |
|   | Date Exercisable    Expiration Date                         | Title    Amount or Number of Shares  |  |  |  |

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|   |       |            |              |        |          |   |   |
|---|-------|------------|--------------|--------|----------|---|---|
| Incentive Stock Option (right to buy)     | Â (1) | 06/13/2021 | Common Stock | 1,875  | \$ 28.43 | D | Â |
| Incentive Stock Option (right to buy)     | Â (2) | 12/13/2020 | Common Stock | 6,431  | \$ 30.55 | D | Â |
| Incentive Stock Option (right to buy)     | Â (3) | 02/13/2022 | Common Stock | 2,107  | \$ 31.49 | D | Â |
| Incentive Stock Option (right to buy)     | Â (4) | 07/09/2022 | Common Stock | 2,550  | \$ 31.49 | D | Â |
| Non-Qualified Stock Option (right to buy) | Â (1) | 06/13/2021 | Common Stock | 13,125 | \$ 28.43 | D | Â |
| Non-Qualified Stock Option (right to buy) | Â (2) | 12/13/2020 | Common Stock | 13,569 | \$ 30.55 | D | Â |
| Non-Qualified Stock Option (right to buy) | Â (3) | 02/13/2022 | Common Stock | 12,893 | \$ 31.49 | D | Â |
| Non-Qualified Stock Option (right to buy) | Â (4) | 07/09/2022 | Common Stock | 17,450 | \$ 31.49 | D | Â |

## Reporting Owners

| Reporting Owner Name / Address                                    | Relationships |           |                                 |       |
|---|---------------|-----------|---------------------------------|-------|
|   | Director      | 10% Owner | Officer                         | Other |
| Guillen Jerome M<br>3500 DEER CREEK ROAD<br>PALO ALTO,Â CAÂ 94304 | Â             | Â         | Â VP Service & Sales Operations | Â     |

## Signatures

By: Deepak Ahuja, by Power of Attorney For: Jerome M. Guillen 08/16/2013

\_\_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 July 13, 2011 and 1/48th of the shares subject to the option become vested and exercisable on each monthly anniversary thereafter.
- (2) 1/4th of the shares subject to the option became vested and exercisable on November 10, 2011 and 1/48th of the shares subject to the option become vested and exercisable on each monthly anniversary thereafter.
- (3) 1/48th of the shares subject to the option became vested and exercisable on March 13, 2012 and 1/48th of the shares subject to the option become vested and exercisable on each monthly anniversary thereafter.
- (4) 1/48th of the shares subject to the option became vested and exercisable on August 9, 2012 and 1/48th of the shares subject to the option become vested and exercisable on each monthly anniversary thereafter.

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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