

FIRST SOLAR, INC.
Form 4
May 14, 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 *
Schultz Kenneth M

(Last) (First) (Middle)

C/- FIRST SOLAR, INC., 350
WEST WASHINGTON STREET
SUITE 600

(Street)

TEMPE, AZ 85281-1244

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
FIRST SOLAR, INC. [FSLR]

3. Date of Earliest Transaction
(Month/Day/Year)
05/13/2008

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

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 Beneficial Ownership (Instr. 4)
			Code	V Amount (A) or (D) Price			
Common Stock	05/13/2008		M	259 A \$ 2.06	259	D	
Common Stock	05/13/2008		S ⁽¹⁾	259 D \$ 293.13	0	D	
Common Stock	05/13/2008		M	130 A \$ 2.06	130	D	
Common Stock	05/13/2008		S ⁽¹⁾	130 D \$ 293.14	0	D	
Common Stock	05/13/2008		M	173 A \$ 2.06	173	D	

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Common Stock	05/13/2008	<u>S</u> (1)	173	D	\$ 293.12	0	D
Common Stock	05/13/2008	M	682	A	\$ 2.06	682	D
Common Stock	05/13/2008	<u>S</u> (1)	682	D	\$ 293.35	0	D
Common Stock	05/13/2008	M	44	A	\$ 2.06	44	D
Common Stock	05/13/2008	<u>S</u> (1)	44	D	\$ 293.33	0	D
Common Stock	05/13/2008	M	139	A	\$ 2.06	139	D
Common Stock	05/13/2008	<u>S</u> (1)	139	D	\$ 293.21	0	D
Common Stock	05/13/2008	M	86	A	\$ 2.06	86	D
Common Stock	05/13/2008	<u>S</u> (1)	86	D	\$ 293.29	0	D
Common Stock	05/13/2008	M	207	A	\$ 2.06	207	D
Common Stock	05/13/2008	<u>S</u> (1)	207	D	\$ 293.27	0	D
Common Stock	05/13/2008	M	2,820	A	\$ 2.06	2,820	D
Common Stock	05/13/2008	<u>S</u> (1)	2,820	D	\$ 293.26	0	D
Common Stock	05/13/2008	M	182	A	\$ 2.06	182	D
Common Stock	05/13/2008	<u>S</u> (1)	182	D	\$ 293.25	0	D

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

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SEC 1474
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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	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)
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	Derivative Security		(A) or Disposed of (D) (Instr. 3, 4, and 5)		Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
			Code	V					
	Non-Qualified Stock Option (right to buy)	\$ 2.06	05/13/2008	M	259	(2)	12/08/2013	Common Stock	259
	Non-Qualified Stock Option (right to buy)	\$ 2.06	05/13/2008	M	130	(2)	12/08/2013	Common Stock	130
	Non-Qualified Stock Option (right to buy)	\$ 2.06	05/13/2008	M	173	(2)	12/08/2013	Common Stock	173
	Non-Qualified Stock Option (right to buy)	\$ 2.06	05/13/2008	M	682	(2)	12/08/2013	Common Stock	682
	Non-Qualified Stock Option (right to buy)	\$ 2.06	05/13/2008	M	44	(2)	12/08/2013	Common Stock	44
	Non-Qualified Stock Option (right to buy)	\$ 2.06	05/13/2008	M	139	(2)	12/08/2013	Common Stock	139
	Non-Qualified Stock Option (right to buy)	\$ 2.06	05/13/2008	M	86	(2)	12/08/2013	Common Stock	86
	Non-Qualified Stock Option (right to buy)	\$ 2.06	05/13/2008	M	207	(2)	12/08/2013	Common Stock	207
	Non-Qualified Stock Option (right to buy)	\$ 2.06	05/13/2008	M	2,820	(2)	12/08/2013	Common Stock	2,820
	Non-Qualified Stock Option (right to buy)	\$ 2.06	05/13/2008	M	182	(2)	12/08/2013	Common Stock	182

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

Schultz Kenneth M
C/- FIRST SOLAR, INC.
350 WEST WASHINGTON STREET SUITE 600
TEMPE, AZ 85281-1244

Executive
Vice
President

Signatures

/s/ I. Paul Kacir,
Attorney-in-Fact

05/14/2008

__*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 transactions reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan.
- (2) All of the underlying shares in respect of the option are fully vested.

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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