

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)

<p>1. Name and Address of Reporting Person *</p> <p><b>Â Guillen Jerome M</b></p> <p>(Last) (First) (Middle)</p> <p><b>3500 DEER CREEK ROAD</b></p> <p>(Street)</p> <p><b>PALO ALTO,Â CAÂ 94304</b></p> <p>(City) (State) (Zip)</p>	<p>2. Date of Event Requiring Statement</p> <p>(Month/Day/Year)</p> <p><b>08/08/2013</b></p>	<p>3. Issuer Name <b>and</b> Ticker or Trading Symbol</p> <p><b>TESLA MOTORS INC [TSLA]</b></p>	<p>4. Relationship of Reporting Person(s) to Issuer</p> <p>(Check all applicable)</p> <p><input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other (give title below) (specify below) VP Service &amp; Sales Operations</p>	<p>5. If Amendment, Date Original Filed(Month/Day/Year)</p>	<p>6. Individual or Joint/Group Filing(Check Applicable Line)</p> <p><input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person</p>
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**Table I - Non-Derivative Securities Beneficially Owned**

<p>1. Title of Security (Instr. 4)</p>	<p>2. Amount of Securities Beneficially Owned (Instr. 4)</p>	<p>3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)</p>	<p>4. Nature of Indirect Beneficial Ownership (Instr. 5)</p>
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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)**

<p>1. Title of Derivative Security (Instr. 4)</p>	<p>2. Date Exercisable and Expiration Date (Month/Day/Year)</p> <p>Date Exercisable      Expiration Date</p>	<p>3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)</p> <p>Title      Amount or Number of Shares</p>	<p>4. Conversion or Exercise Price of Derivative Security</p>	<p>5. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5)</p>	<p>6. Nature of Indirect Beneficial Ownership (Instr. 5)</p>
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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 3500 DEER CREEK ROAD 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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