

Fenster Edward Harris  
Form 4  
February 26, 2019

# FORM 4

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

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

### OMB APPROVAL

OMB  
Number: 3235-0287  
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response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
Fenster Edward Harris

(Last) (First) (Middle)

595 MARKET STREET, 29TH  
FLOOR

(Street)

SAN FRANCISCO, CA 94105

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading  
Symbol  
Sunrun Inc. [RUN]

3. Date of Earliest Transaction  
(Month/Day/Year)  
02/22/2019

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) Chairman

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<br>Security<br>(Instr. 3) | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3.<br>Transaction<br>Code<br>(Instr. 8) | 4. Securities Acquired<br>(A) or Disposed of (D)<br>(Instr. 3, 4 and 5) | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership<br>Form: Direct<br>(D) or<br>Indirect (I)<br>(Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|---------------------------------------|-----------------------------------------|-------------------------------------------------------------|-----------------------------------------|-------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------|-------------------------------------------------------------------|
| Common<br>Stock                       | 02/22/2019                              |                                                             | M                                       | 597                                                                     | A \$ 1.95                                                                                                          | 2,330,789                                                            | D                                                                 |
| Common<br>Stock                       | 02/22/2019                              |                                                             | S <sup>(1)</sup>                        | 597                                                                     | D \$ 15.75                                                                                                         | 2,330,192                                                            | D                                                                 |
| Common<br>Stock                       | 02/25/2019                              |                                                             | M                                       | 430                                                                     | A \$ 1.95                                                                                                          | 2,330,622                                                            | D                                                                 |
| Common<br>Stock                       | 02/25/2019                              |                                                             | S <sup>(1)</sup>                        | 430                                                                     | D \$ 16                                                                                                            | 2,330,192                                                            | D                                                                 |
| Common<br>Stock                       | 02/25/2019                              |                                                             | G <sup>(3)</sup>                        | 5,000                                                                   | D \$ 0                                                                                                             | 2,325,192                                                            | D                                                                 |

## Edgar Filing: Fenster Edward Harris - Form 4

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.**

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. Transaction Code (Instr. 8) | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | 8. Filing Date             |
|--------------------------------------------|--------------------------------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-----------------------------------------------------------------------------------------|----------------------------------------------------------|---------------------------------------------------------------|----------------------------|
|                                            |                                                        |                                      |                                                    | Code                           | V (A) (D)                                                                               | Date Exercisable Expiration Date                         | Title                                                         | Amount or Number of Shares |
| Employee Stock Option (right to buy)       | \$ 1.95                                                | 02/22/2019                           |                                                    | M                              | 597                                                                                     | <u>(4)</u> 06/15/2021                                    | Common Stock                                                  | 597                        |
| Employee Stock Option (right to buy)       | \$ 1.95                                                | 02/25/2019                           |                                                    | M                              | 430                                                                                     | <u>(4)</u> 06/15/2021                                    | Common Stock                                                  | 430                        |

## Reporting Owners

| Reporting Owner Name / Address                                                    | Relationships |           |          |       |
|-----------------------------------------------------------------------------------|---------------|-----------|----------|-------|
|                                                                                   | Director      | 10% Owner | Officer  | Other |
| Fenster Edward Harris<br>595 MARKET STREET, 29TH FLOOR<br>SAN FRANCISCO, CA 94105 | X             |           | Chairman |       |

## Signatures

/s/ Jay Maloney,  
Attorney-in-Fact 02/26/2019

\_\_\_\_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 sales reported by the Reporting Person were effected pursuant to a Rule 10b5-1 trading plan.

Price represents the weighted average sale price of the shares sold. The sale price ranged from \$15.58 to \$15.88 per share. Upon request

(2) by the Commission staff, the Issuer, or a security holder of the Issuer, the Reporting Person will provide full information regarding the number of shares sold at each separate price within the range set forth in this Form 4.

(3) Shares gifted to a 501(c)(3) charity pursuant to a Rule 10b5-1 trading plan.

(4) The shares subject to the option are fully vested and exercisable.

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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