

SOLARCITY CORP
Form 3
March 20, 2014

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 *
 Å Shulkin Jonathan K
 (Last) (First) (Middle)
 2. Date of Event Requiring Statement
 (Month/Day/Year)
 03/20/2014
 3. Issuer Name and Ticker or Trading Symbol
 SOLARCITY CORP [SCTY]
 4. Relationship of Reporting Person(s) to Issuer
 5. If Amendment, Date Original Filed(Month/Day/Year)

C/O SOLARCITY CORPORATION, Å 3055 CLEARVIEW WAY
 (Street)

(Check all applicable)

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

SAN MATEO, Å CA Å 94402
 (City) (State) (Zip)

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 Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock	2,583,976	I	By LLC <u>(1)</u>
Common Stock	41,500	I	By LLC <u>(2)</u>

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

SEC 1473 (7-02)

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

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

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Shulkin Jonathan K C/O SOLARCITY CORPORATION 3055 CLEARVIEW WAY SAN MATEO, CA 94402	X			

Signatures

/s/Jonathan K. Shulkin
03/20/2014

__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) Valor Solar Holdings, LLC is the record and beneficial owner of 2,583,976 shares. Reporting person is managing director of Valor Equity Partners, the managing member of Valor Solar Holdings LLC and reporting person disclaims beneficial ownership of the shares, except to the extent of his pecuniary interest therein.
- (2) Valor VC, LLC is the record and beneficial owner of 41,500 shares. Reporting person is managing director of Valor Equity Partners, the managing member of Valor VC LLC and reporting person disclaims beneficial ownership of the shares, except to the extent of his 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.