

SUNPOWER CORP  
Form SC14D9C  
May 02, 2011

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**

**Washington, D.C. 20549**

**SCHEDULE 14D-9**

**Solicitation/Recommendation Statement**

**Under Section 14(d)(4) of the Securities Exchange Act of 1934**

**SUNPOWER CORPORATION**

**(Name of Subject Company)**

**SUNPOWER CORPORATION**

**(Name of Person Filing Statement)**

**Class A Common Stock, \$0.001 par value**

**Class B Common Stock, \$0.001 par value**

**(Title of Class of Securities)**

867652109

867652307

(CUSIP Number of Class of Securities)

**Thomas H. Werner**

**Chief Executive Officer and President**

**77 Rio Robles**

**San Jose, California 95134**

**(408) 240-5500**

(Name, address and telephone number of person authorized to receive  
notices and communications on behalf of the persons filing statement)

*With copies to:*

**Bruce R. Ledesma**

**Executive Vice President,**

**General Counsel**

**and Corporate Secretary**

**77 Rio Robles**

**San Jose, California 95134**

**(408) 240-5500**

**R. Todd Johnson**

**Stephen E. Gillette**

**Jones Day**

**1755 Embarcadero Road**

**Palo Alto, California 94303**

**(650) 739-3939**

**Jonn R. Beeson**

**Jones Day**

**3161 Michelson Drive, Suite 800**

**Irvine, California 92612**

**(949) 851-3939**

x Check the box if the filing relates solely to preliminary communications made before the commencement of a tender offer.

The information set forth under Items 1.01 and 9.01 of the Current Report on Form 8-K filed by SunPower Corporation on May 2, 2011 (including all exhibits attached thereto) are incorporated herein by reference.