

Sunrun Inc.
Form 3
March 03, 2016

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 *		2. Date of Event Requiring Statement	3. Issuer Name and Ticker or Trading Symbol	
Â Kim Mina		(Month/Day/Year)	Sunrun Inc. [RUN]	
(Last)	(First)	(Middle)	4. Relationship of Reporting Person(s) to Issuer	5. If Amendment, Date Original Filed(Month/Day/Year)
		03/03/2016		
595 MARKET STREET, 29TH FLOOR			(Check all applicable)	
(Street)			<input type="checkbox"/> Director	<input type="checkbox"/> 10% Owner
			<input checked="" type="checkbox"/> Officer	<input type="checkbox"/> Other
			(give title below)	(specify below)
SAN FRANCISCO,Â CAÂ 94105			General Counsel	
(City)	(State)	(Zip)	6. Individual or Joint/Group Filing(Check Applicable Line)	
			<input checked="" type="checkbox"/> Form filed by One Reporting Person	
			<input type="checkbox"/> 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	109,506 ⁽¹⁾ ⁽²⁾	D	Â

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)

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 (Instr. 4)	4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
		Title			

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	Date Exercisable	Expiration Date	Amount or Number of Shares	or Indirect (I) (Instr. 5)
Employee Stock Option (right to buy)	Â (3)	03/16/2024	Common Stock 192,994 \$ 5.88	D Â
Employee Stock Option (right to buy)	Â (4)	04/29/2025	Common Stock 100,000 \$ 9.17	D Â
Employee Stock Option (right to buy)	Â (5)	02/10/2026	Common Stock 147,492 \$ 5.08	D Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Kim Mina 595 MARKET STREET, 29TH FLOOR SAN FRANCISCO, CA 94105	Â	Â	Â General Counsel	Â

Signatures

/s/ Jay Maloney,
Attorney-in-Fact

03/03/2016

__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) 25,000 shares are represented by restricted stock units (each, an RSU). Each RSU represents a contingent right to receive one share upon settlement. 25% of these RSUs vest on April 30, 2016, and 1/48 of these RSUs vest monthly thereafter, subject to the Reporting Person's continued service through each vesting date.

(2) 62,500 shares are represented by RSUs. Each RSU represents a contingent right to receive one share upon settlement. 25% of these RSUs vest on February 11, 2017, and the remaining RSUs vest in equal quarterly installments thereafter, subject to the Reporting Person's continued service through each vesting date.

(3) The original option grant of 215,000 shares was exercised for an aggregate of 22,006 shares. 25% of the shares subject to the original option grant vested on March 10, 2015, and 1/48 of the shares vest monthly thereafter, subject to the Reporting Person's continued service through each vesting date.

(4) 25% of the shares subject to the option vest on April 30, 2016, and 1/48 of the shares vest monthly thereafter, subject to the Reporting Person's continued service through each vesting date.

(5) 25% of the shares subject to the option vest on February 11, 2017, and 1/48 of the shares vest monthly thereafter, subject to the Reporting Person's continued service through each vesting date.

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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