

Russell Dana C
Form 4
March 12, 2018

FORM 4

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
Russell Dana C

(Last) (First) (Middle)
1800 WEST ASHTON BLVD
(Street)

LEHI, UT 84043
(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
Vivint Solar, Inc. [VSLR]

3. Date of Earliest Transaction
(Month/Day/Year)
03/08/2018

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

___ Director ___ 10% Owner
X Officer (give title below) ___ Other (specify below)
CFO and EVP

6. Individual or Joint/Group Filing(Check Applicable Line)
X 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 Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)
			Code	V Amount (A) or (D) Price			
Common Stock	03/08/2018		M	9,026 A \$ 1.3	337,658	D	
Common Stock	03/08/2018		S ⁽¹⁾	9,026 D \$ 3.25	328,632	D	
Common Stock	03/08/2018		S ⁽¹⁾	8,400 D \$ 3.25	320,232	D	
Common Stock	03/09/2018		M	4,196 A \$ 1.3	324,428	D	
Common Stock	03/09/2018		S ⁽¹⁾	4,196 D \$ 3.25	320,232	D	

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Common Stock	03/09/2018	S ⁽¹⁾	4,121	D	\$ 3.25	316,111	D
Common Stock	03/12/2018	M	5,909	A	\$ 1.3	322,020	D
Common Stock	03/12/2018	S ⁽¹⁾	5,909	D	\$ 3.25	316,111	D
Common Stock	03/12/2018	S ⁽¹⁾	4,763	D	\$ 3.25	311,348	D

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

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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. Amount or Number of Shares
Stock Option (Right to Buy)	\$ 1.3	03/08/2018		M	9,026	⁽²⁾ 01/23/2024	Common Stock	9,026
Stock Option (Right to Buy)	\$ 1.3	03/09/2018		M	4,196	⁽²⁾ 01/23/2024	Common Stock	4,196
Stock Option (Right to Buy)	\$ 1.3	03/12/2018		M	5,909	⁽²⁾ 01/23/2024	Common Stock	5,909

Reporting Owners

Reporting Owner Name / Address

Relationships

Reporting Owners

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Director 10% Owner Officer Other

Russell Dana C
1800 WEST ASHTON BLVD
LEHI, UT 84043

CFO and EVP

Signatures

DANA C.
RUSSELL

03/12/2018

__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 Mr. Russell were effected pursuant to a Rule 10b5-1 trading plan.

- This option is vested as to 537,378 shares. Of the remaining 313,725 unvested shares subject to the original grant, 117,647 shares vest in equal annual installments on November 18, 2017 and November 18, 2018, and 196,078 vest in equal installments on May 15, 2018 and 2019 or, if earlier, when 313 Acquisition LLC receives cash proceeds with respect to its holdings of the issuer's common stock in an amount that equals \$500 million more than its cumulative investment in the issuer's common stock.
- (2)

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