





Item 1.01. Entry into a Material Definitive Agreement.

On February 28, 2018, Enphase Energy, Inc. (“Enphase”) entered into a Second Amendment to Amended and Restated Loan and Security Agreement (“Amendment”), which further amends the Amended and Restated Loan and Security Agreement dated February 10, 2017 (“Loan Agreement”). The Amendment decreases by 50% the amount of principal repayments required under the Loan Agreement for the period from March 1, 2018 through December 31, 2018, and provides that Enphase shall not prepay any part of the Term Loan during that same period without the Collateral Agent’s prior written consent.

The above description of the Amendment is not intended to be complete and is qualified by reference to the full text of the Amendment, a copy of which is attached as Exhibit 10.1 to this Current Report on Form 8-K.

---

Item 9.01. Financial Statements and Exhibits.

(d) Exhibits.

Exhibit Number	Description
<u>10.1</u>	<u>Second Amendment to Amended and Restated Loan and Security Agreement, dated as of February 28, 2018.</u>

---

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Date: March 5, 2018 ENPHASE ENERGY, INC.

By: /s/ Humberto Garcia  
Humberto Garcia  
Vice President and Chief Financial Officer