

TESLA MOTORS INC  
Form 4  
June 04, 2014

# 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 \*  
Gracias Antonio J.

2. Issuer Name and Ticker or Trading Symbol  
TESLA MOTORS INC [TSLA]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

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

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

C/O VALOR EQUITY PARTNERS, L.P., 200 S. MICHIGAN AVE SUITE 1020

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

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

CHICAGO, IL 60604

(City) (State) (Zip)

**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 Indirect Beneficial Ownership (Instr. 4)		
				(A) or (D)	Price				
				Code	V	Amount			
Common Stock	06/02/2014		S <sup>(1)</sup>	700	D	\$ 202.58 (2)	217,567	I	by AJG Growth Fund
Common Stock	06/02/2014		S <sup>(1)</sup>	2,000	D	\$ 204.04 (3)	215,567	I	by AJG Growth Fund
Common Stock	06/02/2014		S <sup>(1)</sup>	3,500	D	\$ 204.94 (4)	212,067	I	by AJG Growth Fund
Common	06/02/2014		S <sup>(1)</sup>	500	D	\$ 205.7	211,567	I	by AJG

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Stock					<u>(5)</u>				Growth Fund
Common Stock	06/03/2014	<u>S(1)</u>	900	D	\$ <u>(6)</u>	203.38	210,667	I	by AJG Growth Fund
Common Stock	06/03/2014	<u>S(1)</u>	1,100	D	\$ <u>(7)</u>	204.51	209,567	I	by AJG Growth Fund
Common Stock	06/03/2014	<u>S(1)</u>	1,053	D	\$ <u>(8)</u>	205.36	208,514	I	by AJG Growth Fund
Common Stock	06/03/2014	<u>S(1)</u>	500	D	\$ <u>(9)</u>	206.46	208,014	I	by AJG Growth Fund
Common Stock	06/02/2014	<u>S(1)</u>	300	D	\$ <u>(10)</u>	202.27	4,447	I	by Trust
Common Stock	06/02/2014	<u>S(1)</u>	800	D	\$ <u>(11)</u>	203.88	3,647	I	by Trust
Common Stock	06/02/2014	<u>S(1)</u>	1,900	D	\$ <u>(12)</u>	204.84	1,747	I	by Trust
Common Stock	06/02/2014	<u>S(1)</u>	300	D	\$ <u>(13)</u>	205.67	1,447	I	by Trust
Common Stock	06/03/2014	<u>S(1)</u>	300	D	\$ <u>(14)</u>	203.29	1,147	I	by Trust
Common Stock	06/03/2014	<u>S(1)</u>	400	D	\$ <u>(15)</u>	204.37	747	I	by Trust
Common Stock	06/03/2014	<u>S(1)</u>	547	D	\$ <u>(16)</u>	205.22	200	I	by Trust
Common Stock	06/03/2014	<u>S(1)</u>	200	D	\$ <u>(17)</u>	206.9	0	I	by Trust
Common Stock							46,633	I	by VEP II <u>(18)</u>

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

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or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote.

**(18)** The reporting person indirectly beneficially owns a total of 46,633 shares owned through Valor Equity Management II, LP ("VEP II").

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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