

TIGER GLOBAL MANAGEMENT LLC
 Form 4
 March 05, 2019

FORM 4

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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 *
TIGER GLOBAL MANAGEMENT LLC

(Last) (First) (Middle)

9 WEST 57TH STREET, 35TH FLOOR

(Street)

NEW YORK, NY 10019

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
Sunrun Inc. [RUN]

3. Date of Earliest Transaction (Month/Day/Year)
 03/01/2019

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

6. Individual or Joint/Group Filing(Check Applicable Line)
 ___ Form filed by One Reporting Person
 ___X___ 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 Indirect Beneficial Ownership (Instr. 4) |
|--|--------------------------------------|--|--------------------------------|---|---|--|---|
| | | | Code | V | Amount | (A) or (D) | Price |
| Common Stock, par value \$0.0001 per share | 03/01/2019 | | P | | 334,163 | A | \$ 15.919 (2) |
| | | | | | | | 18,151,362 |
| | | | | | | | |
| Common Stock, par value \$0.0001 per share | 03/04/2019 | | P | | 259,860 | A | \$ 16.688 (3) |
| | | | | | | | 18,411,222 |
| | | | | | | | |
| Common Stock, par | 03/04/2019 | | P | | 148,177 | A | \$ 16.241 |
| | | | | | | | 18,559,399 |
| | | | | | | | |

| | | | | | | | | |
|------------|------------|--|---|--------|-----|--------|------------|-----|
| value | | | | | (4) | | | (1) |
| \$0.0001 | | | | | | | | |
| per share | | | | | | | | |
| Common | | | | | | | | |
| Stock, par | | | | | \$ | | | See |
| value | 03/05/2019 | | P | 24,001 | A | 16.367 | 18,583,400 | I |
| \$0.0001 | | | | | | (5) | | (1) |
| per share | | | | | | | | |

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number. SEC 1474 (9-02)

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. Price of Derivative Security (Instr. 5) | 9. Nu |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|----------------------------|
| | | | | | | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| | | | | Code | V (A) (D) | | | | |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| TIGER GLOBAL MANAGEMENT LLC 9 WEST 57TH STREET 35TH FLOOR NEW YORK, NY 10019 | | X | | |
| Coleman Charles P III C/O TIGER GLOBAL MANAGEMENT, LLC 9 WEST 57TH STREET, 35TH FLOOR NEW YORK, NY 10019 | | X | | |
| SHLEIFER SCOTT L C/O TIGER GLOBAL MANAGEMENT, LLC | | X | | |

9 WEST 57TH STREET, 35TH FLOOR
NEW YORK, NY 10019

Signatures

Tiger Global Management, LLC, By: /s/ Anil L. Crasto, Chief Operating Officer

03/05/2019

__Signature of Reporting Person

Date

/s/ Charles P Coleman, III

03/05/2019

__Signature of Reporting Person

Date

/s/ Scott Shleifer

03/05/2019

__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 securities of the Issuer are held by advisory clients of Tiger Global Management, LLC ("Tiger Global") and/or its related persons and may be deemed to be beneficially owned by (i) Tiger Global; (ii) Charles P. Coleman, III ("Coleman"), a partner and portfolio manager of Tiger Global and (iii) Scott Shleifer ("Shleifer"), a partner and portfolio manager of Tiger Global. Each of Tiger Global, Coleman and Shleifer disclaim beneficial ownership of the reported securities except to the extent of his or its pecuniary interest therein, and affirmatively disclaim being a "group" for purposes of Section 16 of the Securities Exchange Act of 1934, as amended (the "Exchange Act").

(2) This transaction was executed in multiple trades ranging from \$15.640 to \$16.220. The price reported reflects the weighted average purchase price. The Reporting Persons hereby undertake to provide upon request to the Securities and Exchange Commission staff, the Issuer or a security holder of Issuer full information regarding the number of shares and prices at which the transaction was effected.

(3) This transaction was executed in multiple trades ranging from \$16.120 to \$17.010. The price reported reflects the weighted average purchase price. The Reporting Persons hereby undertake to provide upon request to the Securities and Exchange Commission staff, the Issuer or a security holder of Issuer full information regarding the number of shares and prices at which the transaction was effected.

(4) This transaction was executed in multiple trades ranging from \$15.970 to \$16.500. The price reported reflects the weighted average purchase price. The Reporting Persons hereby undertake to provide upon request to the Securities and Exchange Commission staff, the Issuer or a security holder of Issuer full information regarding the number of shares and prices at which the transaction was effected.

(5) This transaction was executed in multiple trades ranging from \$16.230 to \$16.500. The price reported reflects the weighted average purchase price. The Reporting Persons hereby undertake to provide upon request to the Securities and Exchange Commission staff, the Issuer or a security holder of Issuer full information regarding the number of shares and prices at which the transaction was effected.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.