

FIRST SOLAR, INC.
Form 4
March 27, 2012

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
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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 *
JCL Holdings LLC

2. Issuer Name and Ticker or Trading Symbol
FIRST SOLAR, INC. [FSLR]

5. Relationship of Reporting Person(s) to Issuer
(Check all applicable)

(Last) (First) (Middle)
PO BOX 1860
(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
03/26/2012

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

BENTONVILLE, AR 72712
(City) (State) (Zip)

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

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 or (D)	Amount or Price		
Common Stock	03/26/2012		G	V	10,102,002 (1)	D	By JCL FSLR Holdings, LLC
Common Stock					10,102,002 (1)	I	By JCL FSLR Holdings, LLC
Common Stock	03/26/2012		G	V	14,855,905	A	By JCL FSLR Holdings, LLC
					\$ 0		
					24,957,907 (2)	I	By JCL FSLR Holdings, LLC

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

