**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

<table>
<thead>
<tr>
<th>Security</th>
<th>Date</th>
<th>Code</th>
<th>Amount</th>
<th>Price</th>
</tr>
</thead>
<tbody>
<tr>
<td>Common Stock</td>
<td>04/14/2020</td>
<td>A(1)</td>
<td>40,000(2)</td>
<td>$0</td>
</tr>
</tbody>
</table>

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned**

(e.g., puts, calls, warrants, options, convertible securities)

<table>
<thead>
<tr>
<th>Code</th>
<th>V</th>
<th>Amount</th>
<th>Date Exercisable</th>
<th>Expiration Date</th>
<th>Title</th>
<th>Number of Shares</th>
</tr>
</thead>
<tbody>
<tr>
<td>A(1)</td>
<td>30,000</td>
<td>01/01/2021(4)</td>
<td>Common Stock</td>
<td>30,000</td>
<td>$0</td>
<td>30,000</td>
</tr>
</tbody>
</table>

**Explanation of Responses:**

1. Grant is of restricted stock units issued pursuant to the 2011 Equity Incentive Plan.
2. The restricted stock units will vest over a period of 2 years, with 50% vesting on March 1, 2021 and 50% on March 1, 2022, subject to the reporting person remaining an employee in good standing on such vesting dates.
3. Grant is of restricted stock units issued pursuant to the 2011 Equity Incentive Plan.
4. Performance shares are eligible to vest on March 1, 2021 based upon the 15-day trailing volume weighted average price of Enphase stock as of December 31, 2020 ("VWAP"), as follows: no vesting if VWAP is less than $25.51; a percentage of the total performance shares equal to 2.45* (VWAP-$25.51); or 200% if VWAP is greater than $50.00.

**Remarks:**

/s Lisan Hung, Attorney-in-Fact for
Badri Kothandaraman | 04/16/2020
**Signature of Reporting Person**

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 Number.
POWER OF ATTORNEY

Know by all these presents, that the undersigned, Badrinarayanan Kothandaraman ("Grantor"), hereby constitutes and appoints Lisan Hung as

1. execute for and on behalf of the undersigned, in the undersigned's capacity as an officer, director or beneficial owner of more than 10% of
2. do and perform any and all acts for and on behalf of the undersigned that may be necessary or desirable to execute such Forms 3, 4 or 5 or
3. take any other action of any nature whatsoever in connection with the foregoing which, in the opinion of such attorney-in-fact, may be of b

The undersigned hereby grants to each such attorney-in-fact full power and authority to do and perform any and every act and thing whatsoever
This Power of Attorney shall remain in full force and effect until the earliest to occur of (a) the undersigned is no longer required to file
The undersigned hereby revokes any prior Powers of Attorney previously appointed to Denis Quinlan, Bob Bertz, and Bert Garcia on this same sub
IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of March 29, 2019

Signature: /s/ Badrinarayanan Kothandaraman

Badrinarayanan Kothandaraman