

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* <u>Kortlang Benjamin John</u> (Last) (First) (Middle) <u>C/O ENPHASE ENERGY, INC.</u> <u>47281 BAYSIDE PARKWAY</u> (Street) <u>FREMONT CA 94538</u> (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>Enphase Energy, Inc. [ENPH]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) <u>11/27/2020</u>	
		6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> 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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	11/27/2020		M		49,788	A	\$2.58	181,832	D	
Common Stock	11/27/2020		M		111,052	A	\$0.7	292,884	D	
Common Stock	11/27/2020		M		24,954	A	\$5.53	317,838	D	
Common Stock	11/27/2020		M		10,016	A	\$14.58	327,854	D	
Common Stock	11/27/2020		S ⁽¹⁾		3,539	D	\$140.4521 ⁽²⁾	324,315	D	
Common Stock								2,614	I	Joint Trust

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 Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Non-qualified stock option (right to buy) ⁽³⁾	\$2.58	11/27/2020		M			49,788	04/28/2017	04/27/2023	Common Stock	49,788	\$0	0	D	
Non-qualified stock option (right to buy) ⁽³⁾	\$0.7	11/27/2020		M			111,052	05/18/2018	05/17/2024	Common Stock	111,052	\$0	0	D	
Non-qualified stock option (right to buy) ⁽³⁾	\$5.53	11/27/2020		M			24,954	05/17/2019	05/16/2025	Common Stock	24,954	\$0	0	D	
Non-qualified stock option (right to buy) ⁽³⁾	\$14.58	11/27/2020		M			10,016	05/15/2020	05/14/2026	Common Stock	10,016	\$0	0	D	

Explanation of Responses:

- Represents sale of stock to facilitate same day broker-assisted cashless exercise of stock options.
- Represents a weighted average sales price per share. These shares were sold in multiple transactions at prices ranging from \$140.42 to \$140.455. The reporting person has provided to the issuer, and undertakes to provide to the staff of the Commission or any security holder of the issuer, upon request, full information regarding the number of shares sold at each separate price within the range.
- Issued pursuant to the 2011 Equity Incentive Plan.

Remarks:

/s/ Lisan Hung, Attorney-in-Fact for Benjamin Kortlang

12/01/2020

** Signature of Reporting Person

Date

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

* 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).**

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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