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

FORM 8-K

**CURRENT REPORT
Pursuant to Section 13 or 15(d)
of the Securities Exchange Act of 1934**

Date of Report (Date of earliest event reported): January 15, 2014

ENPHASE ENERGY, INC.

(Exact name of registrant as specified in its charter)

Delaware
(State
of incorporation)

001-35480
(Commission
File No.)

20-4645388
(IRS Employer
Identification No.)

**1420 N. McDowell Blvd
Petaluma, CA 94954**
(Address of principal executive offices and zip code)

Registrant's telephone number, including area code: (707) 774-7000

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
 - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
 - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
 - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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Item 2.02. Results of Operations and Financial Condition.

On January 15, 2014, Enphase Energy, Inc. publicly disseminated a press release announcing that, although it has not finalized its full financial results for the fourth quarter of 2013, it expects to report revenue within the range of \$66 million to \$67 million for the fourth quarter of 2013. The foregoing description is qualified in its entirety by reference to Enphase’s press release dated January 15, 2014, a copy of which is attached hereto as Exhibit 99.1

The information in this report shall not be deemed to be “filed” for purposes of Section 18 of the Securities Exchange Act of 1934, as amended, or otherwise subject to the liabilities of that Section 11 and 12(a)(2) of the Securities Act of 1933, as amended. The information contained herein shall not be incorporated by reference into any filing with the U.S. Securities and Exchange Commission made by Enphase Energy, Inc., whether made before or after the date hereof, regardless of any general incorporation language in such filing.

Item 9.01. Financial Statements and Exhibits.

(d) Exhibits.

<u>Exhibit No.</u>	<u>Description</u>
99.1	Press Release, dated January 15, 2014, entitled “Enphase Surpasses 1GW of Microinverter System Shipments.”

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Date: January 15, 2014

ENPHASE ENERGY, INC.

By: /s/ Paul Nahi
Paul Nahi
President and Chief Executive Officer



Enphase Surpasses 1GW of Microinverter System Shipments

Enphase ships over 100MW during fourth quarter 2013

PETALUMA, Calif. – January 15, 2014 – Enphase Energy, Inc. (NASDAQ: ENPH), today announced a company milestone of 1GW (AC) of Enphase® Microinverters shipped worldwide to date. In 2008, the company launched its first-generation microinverter system in North America. In five years the company has brought to market three succeeding technology generations while also expanding internationally.

During the fourth quarter of 2013, Enphase shipped 107MW (AC) of microinverter systems. This is an increase of 14 percent compared to the third quarter of 2013 and an increase of 30 percent year-over-year.

“We continued to see very strong business momentum during the fourth quarter, mainly driven by a healthy residential solar market in the U.S.,” said Paul Nahi, CEO of Enphase. “During the fourth quarter, shipments exceeded 100MW of microinverter systems for the first time, marking another record quarter.”

Enphase previously announced on November 5, 2013, that it expected revenue during the fourth quarter of 2013 to be within a range of \$62 million to \$65 million. As a result of the strong business momentum, Enphase currently expects revenue for the fourth quarter of 2013 to be within a range of \$66 million to \$67 million.

The company will release financial results for the fourth quarter of 2013 and full year 2013 in late February 2014.

As previously announced, Kris Sennesael, CFO of Enphase, will attend and present at the Needham Growth Conference in New York today.

About Enphase Energy, Inc.

Enphase Energy delivers microinverter technology for the solar industry that increases energy production, simplifies design and installation, improves system uptime and reliability, reduces fire safety risk and provides a platform for intelligent energy management. Our semiconductor-based microinverter system converts energy at the individual solar module level and brings a systems-based, high technology approach to solar energy generation. Connect with Enphase on [Facebook](#) and follow us on [Twitter](#). www.enphase.com

Contact

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Forward-Looking Statements

This press release contains forward-looking statements, including, but not limited to, statements related to Enphase Energy's expected fourth quarter financial performance and market demands for its microinverters. These forward-looking statements are based on the Company's current expectations and inherently involve significant risks and uncertainties. Enphase Energy's actual results and the timing of events could differ materially from those anticipated in such forward-looking statements as a result of these risks and uncertainties, including the completion of the company's closing processes for the fourth quarter and full year of 2013 and the risks included under the captions "Risk Factors" and "Management's Discussion and Analysis of Financial Condition and Results of Operations" in the Company's Annual Report on Form 10-K for the year ended December 31, 2012, and Form 10-Q for the quarter ended September 30, 2013, which are on file with the SEC and available on the SEC's website at www.sec.gov. All information set forth in this press release is as of January 15, 2014. Enphase Energy undertakes no duty or obligation to update any forward-looking statements contained in this release as a result of new information, future events or changes in its expectations.

Enphase Energy®, the Enphase logo and other trademarks or service names are the trademarks of Enphase Energy, Inc.