**Statement of Changes in Beneficial Ownership**

1. **Name and Address of Reporting Person**
   - Branderiz Eric
   - C/O ENPHASE ENERGY, INC.
   - 47281 BAYSIDE PARKWAY
   - FREMONT, CA 94538

2. **Issuer Name and Ticker or Trading Symbol**
   - Enphase Energy, Inc. [ENPH]

3. **Date of Earliest Transaction**
   - 03/26/2020

4. **Relationship of Reporting Person(s) to Issuer**
   - Director
   - 10% Owner
   - Officer (give title below)
   - VP & Chief Financial Officer

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

<table>
<thead>
<tr>
<th>Security Type</th>
<th>Transaction Date</th>
<th>Deemed Execution Date</th>
<th>Transaction Code</th>
<th>Securities Acquired</th>
<th>Amount of Securities Beneficially Owned Following Reported Transaction(s)</th>
<th>Ownership Form: Direct (D) or Indirect (I)</th>
<th>Nature of Indirect Beneficial Ownership Code</th>
</tr>
</thead>
<tbody>
<tr>
<td>Common Stock</td>
<td>03/26/2020</td>
<td>F</td>
<td>V</td>
<td>56,815 (A)</td>
<td>406,062 D</td>
<td>D</td>
<td>V</td>
</tr>
</tbody>
</table>

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

**Explanation of Responses:**
1. Represents shares withheld by the Company to satisfy the tax withholding obligation associated with the vesting of RSUs previously reported on March 28, 2019 and PSUs previously reported on February 4, 2020.

**Remarks:**
- **Signature of Reporting Person**
  - /s/ Lisan Hung, Attorney-in-Fact for Eric Branderiz

- **Date**
  - 03/30/2020

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

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

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, Eric Branderiz ("Grantor"), hereby constitutes and appoints Lisan Hung and Mandy Yang,
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

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 su

IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of March 29, 2019.

Signature: /s/ Eric Branderiz

Eric Branderiz