

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

OMB APPROVAL

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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>Pen Xiaofeng</u> (Last) (First) (Middle) <u>7TH FLOOR, BUILDING B, 2145 LONG JINSHAJIANG ROAD, PUTUO DISTRICT</u> (Street) <u>SHANGHAI F4 200333</u> (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>Solar Power, Inc. [SOPW]</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>06/03/2014</u>	
4. If Amendment, Date of Original Filed (Month/Day/Year)		

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	01/12/2015		A		12,000,000	A	\$0	12,200,000	D	
Common Stock	02/02/2015		J ⁽¹⁾		12,200,000	D	\$0	0	D	
Common Stock	02/02/2015		J ⁽¹⁾		12,200,000	A	\$0	12,200,000	I	By LDK New Energy Inc.

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				
Option, right to buy	\$0.31	06/03/2014		A		4,000,000		06/03/2015 ⁽²⁾	06/03/2019	Common Stock	4,000,000	\$0	4,000,000	D	
Option, right to buy	\$0.31	02/02/2015		J ⁽³⁾			4,000,000	06/03/2015	06/03/2019	Common Stock	4,000,000	\$0	0	D	
Option, right to buy	\$0.31	02/02/2015		J ⁽³⁾		4,000,000		06/03/2015	06/03/2019	Common Stock	4,000,000	\$0	4,000,000	I	By LDK New Energy Inc.

Explanation of Responses:

- Transfer of 3,000,000 shares of Common Stock of Solar Power, Inc. ("Common Stock") to LDK New Energy Inc. which is the reporting person's wholly owned corporation.
- The shares underlying the option vest in four equal installments over four years commencing on June 3, 2015.
- Transfer of options representing 4,000,000 shares of Common Stock of Solar Power, Inc. to LDK New Energy Inc., which is the reporting person's wholly owned corporation.

Xiaofeng Peng 03/18/2015

** 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.

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.