

**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

**Notice of Effectiveness**

**Effectiveness Date:** June 28, 2010 4:05 P.M.

**Form:** S-1

---

**CIK:** [0001318605](#)

**Company Name:** TESLA MOTORS INC

**File Number:** [333-164593](#)