## **SCHEDULE 14A INFORMATION**

Proxy Statement Pursuant to Section 14(a) of the Securities Exchange Act of 1934 (Amendment No. )

Filed by the Registrant  $\boxtimes$ 

Filed by a Party other than the Registrant  $\ \square$ 

Check the appropriate box:

- □ Preliminary Proxy Statement
- □ Confidential, for Use of the Commission Only (as permitted by Rule 14a-6(e)(2))
- Definitive Proxy Statement
- Definitive Additional Materials
- □ Soliciting Material Pursuant to § 240.14a-12

# **Enphase Energy, Inc.**

(Name of Registrant as Specified In Its Charter)

(Name of Person(s) Filing Proxy Statement if other than the Registrant)

Payment of Filing Fee (Check the appropriate box)

- ☑ No fee required.
- □ Fee computed on table below per Exchange Act Rules 14a-6(i)(1) and 0-11.
  - 1. Title of each class of securities to which transaction applies:
  - 2. Aggregate number of securities to which transaction applies:
  - 3. Per unit price or other underlying value of transaction computed pursuant to Exchange Act Rule 0-11 (set forth the amount on which the filing fee is calculated and state how it was determined):
  - 4. Proposed maximum aggregate value of transaction:

5. Total fee paid:

- □ Fee paid previously with preliminary materials.
- □ Check box if any part of the fee is offset as provided by Exchange Act Rule 0-11(a)(2) and identify the filing for which the offsetting fee was paid previously. Identify the previous filing by registration statement number, or the Form or Schedule and the date of its filing.

6. Amount Previously Paid:

- 7. Form, Schedule or Registration Statement No.:
- 8. Filing Party:

9. Date Filed:

#### \*\*\* Exercise Your *Right* to Vote \*\*\* Important Notice Regarding the Availability of Proxy Materials for the Shareholder Meeting to Be Held on May 01, 2014

#### **Meeting Information**

Meeting Type: Annual Meeting For holders as of: March 04, 2014 Date: May 01, 2014 Time: 9:00 AM PDT Location: Enphase Energy, Inc. 1420 N. McDowell Blvd Petaluma, CA 94954

B A R C O D E

You are receiving this communication because you hold shares in the above named company.

This is not a ballot. You cannot use this notice to vote these shares. This communication presents only an overview of the more complete proxy materials that are available to you on the Internet. You may view the proxy materials online at *www.proxyvote.com* or easily request a paper copy (see reverse side).

We encourage you to access and review all of the important information contained in the proxy materials before voting.

See the reverse side of this notice to obtain proxy materials and voting instructions.

Broadridge Internal Use Only Job #

Job # Envelope # Sequence # # of # Sequence #

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#### ENPHASE ENERGY, INC.

— <b>Before You Vote</b> — How to Access the Proxy Materials			
Proxy Materials Available to VIEW of	r RECEIVE:		
1. Notice & Proxy Statement 2. Form	n 10-K		
How to View Online:			
Have the information that is printed in the visit: <i>www.proxyvote.com</i> .	the box marked by the arrow $\rightarrow$ XXXX XXXX XXXX (located on the following page) and		
How to Request and Receive a PAPE	R or E-MAIL Copy:		
If you want to receive a paper or e-mail Please choose one of the following meth	copy of these documents, you must request one. There is NO charge for requesting a copy. nods to make your request:		
1) BY INTERNET:	www.proxyvote.com		
2) BY TELEPHONE:	1-800-579-1639		
3) <i>BY E-MAIL</i> *:	sendmaterial@proxyvote.com		
	ase send a blank e-mail with the information that is printed in the box marked by the arrow In the following page) in the subject line.		
	es sent to this e-mail address will NOT be forwarded to your investment advisor. Please make Fore April 17, 2014 to facilitate timely delivery.		

### - How To Vote -

Please Choose One of the Following Voting Methods

Vote In Person: Many shareholder meetings have attendance requirements including, but not limited to, the possession of an attendance ticket issued by the entity holding the meeting. Please check the meeting materials for any special requirements for meeting attendance. At the meeting, you will need to request a ballot to vote these shares.

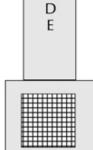
Vote By Internet: To vote now by Internet, go to www.proxyvote.com. Have the information that is printed in the box marked by the arrow  $\rightarrow$  **XXXX XXXX** available and follow the instructions.

Vote By Mail: You can vote by mail by requesting a paper copy of the materials, which will include a proxy card.

Internal Use Only

	Voting items		
The	Board of Directors recomm	ends you vote FOR the following:	
1.	Election of Directors		
	Nominees		
01	Neal Dempsey	02 Benjamin Kortlang 03 Robert Schwartz	BA
			R
The	Board of Directors recomm	ends you vote FOR the following proposal:	
2	5 5	e Audit Committee of the Board of Directors of Deloitte & Touche LLP as our independent g firm for the fiscal year ending December 31, 2014.	D E

**NOTE:** Such other business as may properly come before the meeting or any adjournment thereof.



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