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**SECURITIES AND EXCHANGE COMMISSION**  
WASHINGTON, DC 20549

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**SCHEDULE 13G**

**UNDER THE SECURITIES EXCHANGE ACT OF 1934**  
**(Amendment No. 3)**

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**Sunrun, Inc.**

(Name of Issuer)

**Common Stock**  
(Title of Class of Securities)

**86771W105**  
(CUSIP Number)

**December 31, 2018**  
(Date of Event Which Requires Filing of This Statement)

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Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

Rule 13d-1(b)

Rule 13d-1(c)

**Rule 13d-1(d)**

\* The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, *see* the *Notes*).

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1.	Names of Reporting Persons  Foundation Capital VI, L.P.	
2.	Check the Appropriate Box if a Member of a Group (see instructions) (a) <input type="checkbox"/> (b) <input checked="" type="checkbox"/> (1)	
3.	SEC USE ONLY	
4.	Citizenship or Place of Organization  Delaware	
Number of Shares Beneficially Owned by Each Reporting Person With:	5.	Sole Voting Power  0 shares
	6.	Shared Voting Power  0 shares
	7.	Sole Dispositive Power  0 shares
	8.	Shared Dispositive Power  0 shares
9.	Aggregate Amount Beneficially Owned by Each Reporting Person  0 shares	
10.	Check if the Aggregate Amount in Row (9) Excludes Certain Shares (see instructions)  <input type="checkbox"/>	
11.	Percent of Class Represented by Amount in Row 9  0.0%	
12.	Type of Reporting Person (see instructions)  PN	

- (1) This Schedule 13G is filed by Foundation Capital VI, L.P. ("FC6"), Foundation Capital VI Principals Fund, L.L.C. ("FC6P") and Foundation Capital Management Co. VI, L.L.C. ("FC6M" and together with FC6 and FC6P, collectively, the "Reporting Persons"). The Reporting Persons expressly disclaim status as a "group" for purposes of this Schedule 13G.

1.	Names of Reporting Persons  Foundation Capital VI Principals Fund, L.L.C.	
2.	Check the Appropriate Box if a Member of a Group (see instructions) (a) <input type="checkbox"/> (b) <input checked="" type="checkbox"/> (1)	
3.	SEC USE ONLY	
4.	Citizenship or Place of Organization  Delaware	
Number of Shares Beneficially Owned by Each Reporting Person With:	5.	Sole Voting Power  0 shares
	6.	Shared Voting Power  0 shares
	7.	Sole Dispositive Power  0 shares
	8.	Shared Dispositive Power  0 shares
9.	Aggregate Amount Beneficially Owned by Each Reporting Person  0 shares	
10.	Check if the Aggregate Amount in Row (9) Excludes Certain Shares (see instructions)  <input type="checkbox"/>	
11.	Percent of Class Represented by Amount in Row 9  0.0%	
12.	Type of Reporting Person (see instructions)  OO	

(1) This Schedule 13G is filed by the Reporting Persons. The Reporting Persons expressly disclaim status as a "group" for purposes of this Schedule 13G.

1.	Names of Reporting Persons  Foundation Capital Management Co. VI, L.L.C.	
2.	Check the Appropriate Box if a Member of a Group (see instructions) (a) <input type="checkbox"/> (b) <input checked="" type="checkbox"/> (1)	
3.	SEC USE ONLY	
4.	Citizenship or Place of Organization  Delaware	
Number of Shares Beneficially Owned by Each Reporting Person With:	5.	Sole Voting Power  0 shares
	6.	Shared Voting Power  0 shares
	7.	Sole Dispositive Power  0 shares
	8.	Shared Dispositive Power  0 shares
9.	Aggregate Amount Beneficially Owned by Each Reporting Person  0 shares	
10.	Check if the Aggregate Amount in Row (9) Excludes Certain Shares (see instructions)  <input type="checkbox"/>	
11.	Percent of Class Represented by Amount in Row 9  0.0%	
12.	Type of Reporting Person (see instructions)  OO	

(1) This Schedule 13G is filed by the Reporting Persons. The Reporting Persons expressly disclaim status as a "group" for purposes of this Schedule 13G.

- Item 1(a).** Name of Issuer:  
**Sunrun, Inc.**
- Item 1(b).** Address of Issuer's Principal Executive Offices:  
**595 Market Street, 29th Floor  
San Francisco, California 94105**
- Item 2(a).** Name of Person Filing:  
**Foundation Capital VI, L.P. ("FC6")  
Foundation Capital VI Principals Fund, L.L.C. ("FC6P")  
Foundation Capital Management Co. VI, L.L.C. ("FC6M")**
- Item 2(b).** Address of Principal Business Office or, if none, Residence:  
**c/o Foundation Capital  
550 High Street, 3rd Floor  
Palo Alto, California 94301**
- Item 2(c).** Citizenship:  
**FC6 – Delaware  
FC6P – Delaware  
FC6M – Delaware**
- Item 2(d).** Title of Class of Securities: **Common Stock**
- Item 2(e).** CUSIP Number: **86771W105**
- Item 3.** **Not applicable.**
- Item 4.** **Ownership.** The following information with respect to the ownership of the Common Stock by the Reporting Persons filing this statement on Schedule 13G is provided as of December 31, 2018:

Reporting Persons	Shares Held Directly	Sole Voting Power	Shared Voting Power	Sole Dispositive Power	Shared Dispositive Power	Beneficial Ownership	Percentage of Class
FC6	0	0	0	0	0	0	0.0%
FC6P	0	0	0	0	0	0	0.0%
FC6M	0	0	0	0	0	0	0.0%

**Item 5. Ownership of 5 Percent or Less of a Class**

If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than 5 percent of the class of securities, check the following

**Item 6. Ownership of More than 5 Percent on Behalf of Another Person**

Not applicable.

**Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on by the Parent Holding Company or Control Person.**

Not applicable.

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**Item 8. Identification and Classification of Members of the Group**

Not applicable.

**Item 9. Notice of Dissolution of a Group**

Not applicable.

**Item 10. Certification**

Not applicable.

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**SIGNATURES**

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Dated: January 31, 2019

**FOUNDATION CAPITAL MANAGEMENT CO. VI, L.L.C.**

By: /s/ William B. Elmore  
Manager

**FOUNDATION CAPITAL VI, L.P.**

By: Foundation Capital Management Co. VI, L.L.C.,  
its General Partner

By: /s/ William B. Elmore  
Manager

**FOUNDATION CAPITAL VI PRINCIPALS FUND, L.L.C.**

By: Foundation Capital Management Co. VI, L.L.C.,  
its Manager

By: /s/ William B. Elmore  
Manager

**Attention: Intentional misstatements or omissions of fact constitute Federal criminal violations (See 18 U.S.C. 1001)**

