
**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION**
Washington, D.C. 20549

FORM 6-K

**Report of Foreign Private Issuer
Pursuant to Rule 13a-16 or 15d-16
of the Securities Exchange Act of 1934**

Date of Report: November 2023

Commission File Number: 001-39368

MAXEON SOLAR TECHNOLOGIES, LTD.
(Exact Name of registrant as specified in its charter)

**8 Marina Boulevard #05-02
Marina Bay Financial Centre
018981, Singapore**
(Address of principal executive office)

Indicate by check mark whether the registrant files or will file annual reports under cover of Form 20-F or Form 40-F:

Form 20-F Form 40-F

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(1):

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(7):

Execution of Supplemental Indenture No. 4

Reference is made to the August 17, 2022 Indenture (as amended and supplemented from time to time, the “Indenture”), entered into by and among Maxeon Solar Technologies, Ltd. (the “Company”), Guarantors (as such term is defined in the Indenture), Deutsche Bank Trust Company Americas, as trustee (the “Trustee”), and DB Trustees (Hong Kong) Limited, as collateral trustee (the “Collateral Trustee”), in connection with the issuance of the Company’s 7.50% Convertible First Lien Senior Secured Notes.

On November 13, 2023, Maxeon, the Trustee, and the Collateral Trustee entered into Supplemental Indenture No. 4 (the “Supplemental Indenture No. 4”) to release the Company from its obligation to (i) cause SunPower Malaysia Manufacturing Sdn. Bhd. (the “Subsidiary”) to become a Guarantor under the Indenture; (ii) cause Subsidiary to enter into a Malaysian law governed all-asset debenture; (iii) cause Subsidiary to enter into a Malaysian law governed land charge; and (iv) take any other actions in relation thereto, in each case as set forth in Schedule 1.01 of the Indenture.

The Supplemental Indenture No. 4 became effective upon execution thereof.

The Indenture, previously filed as Exhibit 99.1 to the Company’s Form 6-K filed with the Securities and Exchange Commission (the “SEC”) on August 17, 2022, is deemed incorporated herein by reference. The foregoing description is only a summary and is qualified in its entirety by reference to the Supplemental Indenture that is attached to this Form 6-K as an exhibit and incorporated herein by reference.

Incorporation by Reference

The information contained in this report is hereby incorporated by reference into the Company’s registration statements on Form F-3 (File No. 333-271971), Form F-3 (File No. 333-265253), Form F-3 (File No. 333-268309), and Form S-8 (File No. 333-241709), each filed with the SEC.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

MAXEON SOLAR TECHNOLOGIES, LTD.
(Registrant)

November 14, 2023

By: /s/ Kai Strohbecke
Kai Strohbecke
Chief Financial Officer

EXHIBITS

Exhibit Title_____

[99.1](#) Supplemental Indenture No.4 dated November 13, 2023, by and among the Company, Deutsche Bank Trust Company Americas and DB Trustees (Hong Kong) Limited.

SUPPLEMENTAL INDENTURE No. 4

SUPPLEMENTAL INDENTURE No. 4 (this “**Supplemental Indenture**”) dated as of November 13, 2023 among Maxeon Solar Technologies, Ltd. (or its successor) (the “Company”), Deutsche Bank Trust Company Americas, as trustee (the “Trustee”), and DB Trustees (Hong Kong) Limited as collateral trustee (the “Collateral Trustee”), under the indenture referred to below.

WHEREAS the Company (or its successor) has heretofore executed and delivered to the Trustee and the Collateral Trustee an indenture (as amended by (a) that certain Supplemental Indenture No. 1, dated September 30, 2022, by and among the Company, the Trustee and the Collateral Trustee, (b) that certain Supplemental Indenture No. 2, dated October 14, 2022, by and among the Company, the New Guarantor (as defined therein), the Trustee and the Collateral Trustee and (c) that certain Supplemental Indenture No. 3, dated October 14, 2022, by and among the Company, SunPower Philippines Manufacturing Ltd., the Trustee, the Collateral Trustee and the Supplemental Collateral Trustee named therein, and as further amended, restated, amended and restated, supplemented or otherwise modified from time to time, the “Indenture”) dated as of August 17, 2022, providing for the issuance of the Company’s 7.50% Convertible First Lien Senior Secured Notes (the “Notes”), initially in an aggregate principal amount of \$207,000,000;

WHEREAS the Indenture provides that, pursuant to Section 8.02 of the Indenture, the Company and the Trustee may, subject to Sections 8.01, 8.03, 7.05 and 7.08 of the Indenture and clauses (i) to (x) of Section 8.02(A) of the Indenture, amend or supplement any provision of the Indenture with the consent of the Holders of a majority in aggregate principal amount of the Notes then outstanding;

WHEREAS pursuant to an Acknowledgement Letter to a Letter of Consent, dated November 11, 2023, Zhonghuan Singapore Investment and Development Pte. Ltd., in its capacity as the Holder of \$207,000,000 principal amount of the Notes, representing 100% of the outstanding principal amount of the Notes, consents to the execution and delivery of this Supplemental Indenture and the amendments to the Indenture set forth herein; and

WHEREAS pursuant to Section 8.02 of the Indenture, the Trustee, the Collateral Trustee and the Company are authorized to execute and deliver this Supplemental Indenture;

NOW THEREFORE, in consideration of the foregoing and for other good and valuable consideration, the receipt of which is hereby acknowledged, the Company, the Trustee and the Collateral Trustee mutually covenant and agree for the equal and ratable benefit of the Holders (as defined in the Indenture) as follows:

1. **Defined Terms.** As used in this Supplemental Indenture, terms defined in the Indenture or in the preamble or recital hereto are used herein as therein defined. The words “herein,” “hereof” and “hereby” and other words of similar import used in this Supplemental

Indenture refer to this Supplemental Indenture as a whole and not to any particular section hereof.

2. Amendments to Schedule 1.01 of the Indenture. Paragraph 7 of Schedule 1.01 of the Indenture is hereby deleted in its entirety and replaced with the following:

“7. [Reserved].”

3. Ratification of Indenture; Supplemental Indentures Part of Indenture. Except as expressly amended hereby, the Indenture is in all respects ratified and confirmed and all the terms, conditions and provisions thereof shall remain in full force and effect. This Supplemental Indenture shall form a part of the Indenture for all purposes, and every Holder shall be bound hereby.

4. Governing Law. THIS SUPPLEMENTAL INDENTURE AND ANY CLAIM, CONTROVERSY OR DISPUTE ARISING UNDER OR RELATED TO THIS SUPPLEMENTAL INDENTURE, IS GOVERNED BY AND CONSTRUED IN ACCORDANCE WITH THE LAWS OF THE STATE OF NEW YORK.

5. Trustee and Collateral Trustee Make No Representation. The Trustee and the Collateral Trustee make no representation as to the validity or sufficiency of this Supplemental Indenture or with respect to the recitals contained herein, all of which recitals are made solely by the other parties hereto.

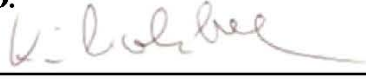
6. Counterparts. The parties may sign any number of copies of this Supplemental Indenture. Each signed copy shall be an original, but all of them together represent the same agreement.

7. Effect of Headings. The Section headings herein are for convenience only and shall not affect the construction thereof.

[Remainder of page intentionally left blank]

IN WITNESS WHEREOF, the parties hereto have caused this Supplemental Indenture to be duly executed as of the date first above written.

**MAXEON SOLAR TECHNOLOGIES,
LTD.**

By:  _____

Name: Kai Strohbecke

Title: Authorised Signatory

**DEUTSCHE BANK TRUST COMPANY
AMERICAS, AS TRUSTEE, REGISTRAR,
PAYING AGENT, CONVERSION AGENT**

By: _____

Name:

Title:

By: _____

Name:

Title:

**DB TRUSTEES (HONG KONG)
LIMITED, AS COLLATERAL TRUSTEE**

By: _____

Name:

Title:

By: _____

Name:

Title:

IN WITNESS WHEREOF, the parties hereto have caused this Supplemental Indenture to be duly executed as of the date first above written.

**MAXEON SOLAR TECHNOLOGIES,
LTD.**

By: _____
Name:
Title:

**DEUTSCHE BANK TRUST COMPANY
AMERICAS, AS TRUSTEE, REGISTRAR,
PAYING AGENT, CONVERSION AGENT**

<small>DocuSigned by:</small>	
By: <u>Carol Ng</u>	By: <u>Chris Niesz</u>
<small>738039448A5B420...</small>	<small>A896B09073184DA...</small>
Name: Carol Ng	Chris Niesz
Title: Vice President	Vice President

By: _____
Name:
Title:

**DB TRUSTEES (HONG KONG)
LIMITED, AS COLLATERAL TRUSTEE**

By: _____
Name:
Title:

By: _____
Name:
Title:

IN WITNESS WHEREOF, the parties hereto have caused this Supplemental Indenture to be duly executed as of the date first above written.

**MAXEON SOLAR TECHNOLOGIES,
LTD.**

By: _____
Name:
Title:

**DEUTSCHE BANK TRUST COMPANY
AMERICAS, AS TRUSTEE, REGISTRAR,
PAYING AGENT, CONVERSION AGENT**

By: _____
Name:
Title:

By: _____
Name:
Title:

**DB TRUSTEES (HONG KONG)
LIMITED, AS COLLATERAL TRUSTEE**

By: 
Name: **Christina Nip**
Title: **Authorised Signatory**

By: 
Name: **LAU, Tung Tung Christy**
Title: **Authorised Signatory**

[Signature Page to Supplemental Indenture]

