SEC Form 4	
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# FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Check this box if no longer subject to
Section 16. Form 4 or Form 5
obligations may continue. See
Instruction 1(b).

## 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

OMB APPI	ROVAL
OMB Number:	3235-0287
Estimated average b	urden

-	Estimated average burden	
	hours per response:	0.5

1. Name and Address of Reporting Person <sup>*</sup> Mitchell Warren I			2. Issuer Name and Ticker or Trading Symbol <u>Clean Energy Fuels Corp.</u> [ CLNE ]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
<u>wittenen wari</u>	<u>'en 1</u>		<u></u>	X	Director	10% Owner		
	(First) ERGY FUELS CO		3. Date of Earliest Transaction (Month/Day/Year) 06/01/2010		Officer (give title below)	Other (specify below)		
3020 OLD RANCH PARKWAY, SUITE 400			4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indiv Line)	dividual or Joint/Group Filing (Check Applicable			
(Street)				X	Form filed by One Repor	rting Person		
SEAL BEACH	CA	90740			Form filed by More than Person	One Reporting		
(City)	(State)	(Zip)						

#### 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)	Transaction Code (Instr.		4. Securities Disposed Of			5. Amount of Securities Beneficially Owned Following Reported	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	Transaction(s) (Instr. 3 and 4)		(1150.4)
Common Stock	06/01/2010		М		2,000	Α	\$2.96	52,100	D	
Common Stock	06/01/2010		<b>S</b> <sup>(1)</sup>		2,000	D	\$14.6237	50,100	D	

#### 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. Transa Code ( 8)		of		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				
Stock Option (Right to Buy)	\$2.96	06/01/2010		М			2,000	(2)	05/05/2015	Common Stock	2,000	\$2.96	64,000	D	

Explanation of Responses:

1. The sales reported in this Form 4 were effected pursuant to Rule 10b5-1 trading plan adopted by the reporting person on September 4, 2009.

2. All options are exercisable.

## /s/ Richard R. Wheeler,

<u>Attorney-in-Fact</u>

\*\* Signature of Reporting Person Date

06/02/2010

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.