Edgar Filing: Clean Energy Fuels Corp. - Form 4

Clean Energy Form 4	Fuels Corp.											
October 01, 2	2008											
FORM	1										PPROVAL	
FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549								OMB Number:	3235-0287			
Check thi if no long subject to Section 10	OF CHAN	F CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES							January 31, 2005 average Irs per			
Form 4 or Form 5 obligatior may conti <i>See</i> Instru 1(b).	Filed j	17(a) of the		ility H	oldi	ing Com	pany	Act o	ge Act of 1934, f 1935 or Sectio 40	response	•	
(Print or Type R	Responses)											
(Symbol	•					5. Relationship of Reporting Person(s) to Issuer			
				Clean Energy Fuels Corp. [CLNE]					(Check all applicable)			
(Last) 3020 OLD F SUITE 200	(First) RANCH PAR	(Middle) KWAY,	3. Date of (Month/Da 09/30/20	ay/Year)		nsaction			X Director Officer (give below)		6 Owner er (specify	
				Amendment, Date Original I(Month/Day/Year)					 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person 			
SEAL BEAG	CH,, CA 9074	0							Form filed by M Person	Nore than One Ro	eporting	
(City)	(State)	(Zip)	Table	e I - Nor	1-De	erivative S	ecuri	ties Ac	quired, Disposed of	f, or Beneficia	lly Owned	
1.Title of Security (Instr. 3)		Transaction Date 2A. Deemed onth/Day/Year) Execution Date, if any (Month/Day/Year)		Code (Instr.	TransactionAcquired (A) or Code Disposed of (D) (Instr. 8) (Instr. 3, 4 and 5) (A) or)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
Common Stock	09/30/2008			A		530 <u>(1)</u>		\$0	82,079	D		

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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 control number.

 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. Transact Code (Instr. 8)	5. iorNumber of Derivativ Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	Expiration E (Month/Day e	6. Date Exercisable and Expiration Date (Month/Day/Year)		le and unt of rlying tities . 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secu Bene Owne Follo Repo Trans (Instr
				Code N	⁷ (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

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Reporting Owners

Reporting Owner Name / Address		Relationships						
	Director	10% Owner	Officer	Other				
Mitchell Warren I 3020 OLD RANCH PARKWAY, SUITE 200 SEAL BEACH,, CA 90740) X							
Signatures								
/s/ Richard R.Wheeler, Attorney-in-Fact	10/01/2008							
**Signature of Reporting Person	Date							

Explanation of Responses:

* 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).

The reporting person was awarded \$7,500 of common stock (rounded down to the nearest share) under the Issuer's 2006 Equity Incentive
(1) Plan as compensation for serving as Chairman of the Board. On September 30, 2008, the closing price of the Issuer's common stock on the Nasdaq Global Market was \$14.15 per share. The shares are fully vested.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.