

**INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES**

OMB APPROVAL	
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Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* <u>Total Marketing Services S.A.</u>  (Last) (First) (Middle) 24 COURS MICHELET  (Street) LA DEFENSE 10, 92800 IO PUTEAUX  (City) (State) (Zip)	2. Date of Event Requiring Statement (Month/Day/Year) 05/09/2018	3. Issuer Name and Ticker or Trading Symbol <u>Clean Energy Fuels Corp. [ CLNE ]</u>	
		4. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director <input checked="" type="checkbox"/> 10% Owner Officer (give title below) Other (specify below)	5. If Amendment, Date of Original Filed (Month/Day/Year) 05/18/2018  6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person Form filed by More than One Reporting Person

**Table I - Non-Derivative Securities Beneficially Owned**

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)

**Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of Derivative Security	5. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date				
Stock Election Right (Right to Buy) <sup>(1)</sup>	(1)	(1)	Common Stock	30,498,520 <sup>(1)</sup> 1.64 <sup>(1)</sup>	D	

**Explanation of Responses:**

1. This amendment is being filed for the sole purpose of adding Total Marketing Services S.A. ("Total Marketing Services") as a Reporting Person to the Form 3 filed on May 18, 2018 by TOTAL S.A. (the "Form 3"). Footnotes (2), (3) and (4) to the Form 3 are hereby incorporated by reference. Subsequently, on June 8, 2018, the stockholders of Clean Energy Fuels Corp. (the "Issuer") approved the issuance of 50,856,296 shares of common stock, par value \$0.0001 per share ("Common Stock"), of the Issuer to Total Marketing Services. The issuance of the shares of Common Stock to Total Marketing Services, which is not the subject of or being reported in this Form 3, is expected to occur on June 13, 2018.

**Remarks:**

/s/ Philippe Montanteme,  
Senior Vice President Strategy  
Marketing & Research, on 06/11/2018  
behalf of Total Marketing  
Services S.A.

\*\* Signature of Reporting Person Date

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 5 (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.