SEC Form 4

(City)

FORM 4

Check this box if no longer subject to

(State)

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL OMB Number: 3235-0287

Estimated average burden hours per response: 0.5

1. Name and Address of Reporting Person*			or Section 30(h) of the Investment Company Act of 1940 2. Issuer Name and Ticker or Trading Symbol Clean Energy Fuels Corp. [CLNE]		5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
Littlefair A	<u>ndrew J</u>		<u>Crean Energy Fuers Corp.</u> [CLNE]	x	Director	10% Owner			
(Last)	(First)	(Middle)		X	Officer (give title below)	Other (specify below)			
C/O CLEAN ENERGY FUELS CORP. 4675 MACARTHUR COURT, SUITE 800			3. Date of Earliest Transaction (Month/Day/Year) 02/17/2023		CEO AND PRESIDENT				
(Street) NEWPORT BEACH	СА	92660	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indiv X	idual or Joint/Group Filing Form filed by One Rep Form filed by More tha				

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	Execution Date, if any (Month/Day/Year)	Transaction Code (Instr.		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr.	Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership
			Code	v	Amount	(A) or (D)	Price	3 and 4)		(Instr. 4)

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		3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		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	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		Transaction(s) (Instr. 4)		
Stock Option (Right to Buy)	\$5.69	02/17/2023		Α		187,500		(1)	02/17/2033	Common Stock	187,500	\$ <mark>0</mark>	187,500	D	

Explanation of Responses:

1. 34% of the total shares subject to the stock option award vest on the first anniversary of the date of the grant, and 33% vest on each anniversary thereafter until the award is fully vested.

/s/ James W. Sytsma, Attorney-in-02/21/2023 Fact for Andrew J. Littlefair

** Signature of Reporting Person

Date

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

(Zip)

* 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.