

Lockwood David James
 Form 4
 June 11, 2012

FORM 4

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

OMB APPROVAL

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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 OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
 Lockwood David James

2. Issuer Name and Ticker or Trading Symbol
 EnergySolutions, Inc. [ES]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
 423 WEST 300 SOUTH, SUITE 200
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
 06/11/2012

Director 10% Owner
 Officer (give title below) Other (specify below)
 CEO and President

SALT LAKE CITY, UT 84101

4. If Amendment, Date Original Filed (Month/Day/Year)

6. Individual or Joint/Group Filing (Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

(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) | 3. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | 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 Ownership (Instr. 4) | | | |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|---------|---|----------|
| | | | Code | V | Amount | (A) or (D) | Price | | | |
| Common Stock | 06/11/2012 | | J | | 55,935 | <u>D</u> (1) | \$ 0 | 0 | D | |
| Common Stock | 06/11/2012 | | J | | 33,082 | <u>A</u> (1) | \$ 0 | 33,082 | D | |
| Common Stock | 06/11/2012 | | J | | 206,558 | <u>A</u> (1) | \$ 0 | 206,558 | I | By Trust |
| Common Stock | 06/11/2012 | | J | | 414,364 | <u>A</u> (1) | \$ 0 | 414,364 | I | By IRA |

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

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(9-02)

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. 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 Underlying Securities (Instr. 3 and 4) | | | | |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|------------------|-----------------|---------------------|----------------------------|
| | | | | Code | V | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| Phantom Stock Units | (2) | 06/11/2012 | | A | 3,122,041 (2) | (2) | (2) | | | Phantom Stock Units | 3,122,041 (2) |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|-------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Lockwood David James 423 WEST 300 SOUTH, SUITE 200 SALT LAKE CITY, UT 84101 | X | | CEO and President | |

Signatures

/s/ David
Lockwood

06/11/2012

**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).

(1) David Lockwood is transferring the 55,935 common stock he previously held for the benefit of ValueAct SmallCap to ValueAct SmallCap Master Fund, L.P. for no consideration pursuant to a pre-existing agreement. Following that transfer, ValueAct SmallCap Master Fund is distributing in kind the shares it held to its investors, including Mr. Lockwood, his IRA and his Trust. Settlement of this in-kind distribution may occur on or after the date hereof.

(2) Under an award agreement between Mr. Lockwood and EnergySolutions, Inc. (the "Company") under the Company's Executive Bonus Plan, the Company is to grant Mr. Lockwood on June 12, 2012 a performance share unit award, subject to full payment over six years based on four-year performance criteria, absent a qualifying termination of employment. In general, no amounts are payable under the PSU Agreements unless certain performance criteria are met. The awards are payable in cash, except that the first 1,000,000 units earned and paid to Mr. Lockwood will instead be settled in shares of the Company's common stock granted under the Company's 2007 Equity Incentive Plan pursuant to the terms of a restricted stock award agreement. Mr. Lockwood's target award is 2,637,758 performance share units and his maximum award is 3,122,041 performance share units.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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