

(Instr. 5)

Stock Option (right to purchase)	Â (1)	04/24/2012	Class A Common Stock	20,000	\$ 11.98	D	Â
Stock Option (right to purchase)	Â (1)	05/30/2012	Class A Common Stock	26,995	\$ 10.75	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Lange Steven Alan C/O AMERESCO, INC. 111 SPEEN STREET, SUITE 410 FRAMINGHAM, MA 01701	Â	Â	Â VP and Controller	Â

Signatures

Andrew B. Spence,
Attorney-in-fact

06/07/2012

__Signature of Reporting Person

Date

Explanation of Responses:

- * 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).
- (1) Of the shares subject to the option, 20% vest on October 24, 2012, and the remainder vest on each of the subsequent four anniversaries of such date.

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.