Edgar Filing: Ameresco, Inc. - Form 4

Ameresco, Inc Form 4											
March 13, 201								OMB A	PPROVAL		
FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549									3235-0287		
Check this if no longe subject to Section 16 Form 4 or	er STATEN	STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES							January 31, 2005 average urs per . 0.5		
Form 4 or Form 5 obligations may continue. See Instruction 1(b). 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 Re	esponses)										
1. Name and Address of Reporting Person <u>*</u> Miller Jennifer L			2. Issuer Name and Ticker or Trading Symbol Ameresco, Inc. [AMRC]				5. Relationship of Reporting Person(s) to Issuer				
(Last)	(First) (1	Middle)		of Earliest T			(Check all applicable)				
C/O AMERESCO, INC., 111 SPEEN ST., SUITE 410			(Month/Day/Year) 03/09/2017				X_ Director 10% Owner Officer (give title Other (specify below) below)				
(Street)			4. If Amendment, Date Original Filed(Month/Day/Year)			6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting					
FRAMINGH	AM, MA 01701	l					Person	More than One K	eporting		
(City)	(State)	(Zip)	Tab	le I - Non-	Derivative	e Securities A	Acquired, Disposed	of, or Beneficia	lly Owned		
	. Transaction Date Month/Day/Year)	2A. Deem Execution any (Month/Da	Date, if	3. Transactio Code (Instr. 8)	4. Security onAcquired Disposed (Instr. 3,	(A) or of (D)	Securities Beneficially Owned	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
				Code V	Amount	(D) Price	(IIISU: 5 and 4)				
Reminder: Repo	rt on a separate line	for each cl	ass of sec	urities bene	Perso inforr requi	ons who re nation con red to resp	spond to the colle tained in this form ond unless the fo	n are not rm	SEC 1474 (9-02)		
						ays a curre	ently valid OMB co				

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
 (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5. Number of	6. Date Exercisable and	7. Title and Amount of
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	onDerivative	Expiration Date	Underlying Securities
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)

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(Instr. 3)	Price of Derivative Security		(Month/Day/Year)	(Instr.	8)	Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)					
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amoun or Number of Shar
Stock Option (right to puchase)	\$ 5.8	03/09/2017		A		30,000		03/09/2020 <u>(1)</u>	03/08/2027	Class A Common Stock	30,00

Reporting Owners

Reporting Owner Name / Address	Relationships							
	Director	10% Owner	Officer	Other				
Miller Jennifer L C/O AMERESCO, INC. 111 SPEEN ST., SUITE 410 FRAMINGHAM, MA 01701	Х							
Signatures								
/s/ David J. Corrsin, attorney-in-fact		03/13/2017						

**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) The shares subject to the option vest fully upon the earlier of (a) the company achieving adjusted EBITDA of at least \$100 million or (b) the three year anniversary of the grant.

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.