# FORM 4

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

OMB APPROVAL						
DMB Number:	3235-0287					
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ours per response 0.5						

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 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)												
Name and Address of Reporting     GAGNON NEIL	ng Person *	2. Issuer Name and Ticker or Trading Symbol Ameresco, Inc. [AMRC]					5. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
(Last) (First) 1370 AVENUE OF THE AL FLOOR	(Middle) MERICAS, 24TH	3. Date of Earliest Transaction (Month/Day/Year) 03/07/2016					Office	er (give title below)	Othe	r (specify bel	ow)	
(Street) NEW YORK, NY 10019		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 Person				
(City) (State)	(Zip)	Table I - Non-Derivative Securities Acqu					uired, Disp	osed of, or Be	neficially Ov	vned		
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if	3. Transa Code (Instr. 8)	ction	4. Secur (A) or D (D) (Instr. 3,	ities Acoisposed, 4 and :	equired 1 of 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)		owing 6. Owner Form Director Inc (I)	ership Ind Et (D) Ow direct (Ins	neficial mership
Common Stock	03/07/2016		Code P	V	1,130	(D)	Price \$ 5.06	539,141		(Instr	. 4)	
Common Stock	03/07/2016		P		8,364	A	\$ 5.06	547,505		D		
Common Stock	03/07/2016		P		6,036	A	\$ 5.06	121,405		I	Par	Limited tner of Family tnership
Common Stock								1,055,979	)	I	Me Ge Par Ga Inv	ember as neral rtner of gnon restment sociates
Common Stock								93,106		I	Me Ge Par Da	anaging ember as neral tner of rwin tnership
Common Stock								15,941		I	Tru Ga Seo LL	self as ustee of gnon curities C Profit aring
Reminder: Report on a separate l indirectly.	ine for each class of sec	curities beneficially	owned dir	ectly	or						·	
				cor	ntained i	n this	form a	are not req	ection of info juired to resp d OMB contr	ond unless		C 1474 (9- 02)
		Derivative Securiti (e.g., puts, calls, wa							i			
1. Title of Derivative Security (Instr. 3)  2. Conversion Oate Or Exercise Price of Derivative Security  3. Trans. Date (Month/s)	action 3A. Deemed Execution D Day/Year) any		5. Numbe	er 6. and and (M	Date Exer d Expirati Ionth/Day	cisable on Date	7. e A. U. Se (In	7. Title and Amount of Underlying Securities (Instr. 3 and 4)  8. Price of Derivative Derivative Security Security Owned Follow Report Transa		erivative ecurities eneficially wned ollowing	Ownershi Form of Derivative Security: Direct (D) or Indirect	Benefic Owners (Instr. 4
								Amount				

					Code	V	(A)	(D)	Date Exercisable	Expiration Date		Number of				
Shares																

# **Reporting Owners**

D (1 0 N (41)	Relationships							
Reporting Owner Name / Address	Director	10% Owner	Officer	Other				
GAGNON NEIL								
1370 AVENUE OF THE AMERICAS		v						
24TH FLOOR		Λ						
NEW YORK, NY 10019								

## **Signatures**

/s/ Neil Gagnon	03/09/2016
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).

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.