# UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

## **SCHEDULE 13G/A**

Under the Securities Exchange Act of 1934

(Amendment No. 7)\*

	Ameresco, Inc.
	(Name of Issuer)
	Class A Common Stock, \$0.0001 par value per share
	(Title of Class of Securities)
	02361E108
	(CUSIP Number)
	December 31, 2017
	(Date of Event Which Requires Filing of this Statement)
Check	k the appropriate box to designate the rule pursuant to which this Schedule is filed:
	Rule 13d-1(b)
⊠	Rule 13d-1(c) Rule 13d-1(d)

\*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

CUSIP No.	02361E108
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13G/A

Page 2 of 6

1.	Names Of Reporting Persons			
	Neil (	Gagno	n	
2.			opropriate box if a group	(a) □ (b) ⊠
3.	sec use only			
4.	citizenship or place of organization  USA			
numbe		5.	sole voting power	290,478
shares beneficially owned by		6.	shared voting power	1,826,675
		7.	sole dispositive power	290,478
eac report person	ing	8.	shared dispositive power	1,850,850
9.	aggre	gate aı	mount beneficially owned by each reporting person	2,141,328
10.	check box if the aggregate amount in row (9) excludes certain shares (See Instructions)			
11.	percent of class represented by amount in row (9) 7.79%			
12.	type o	f repo	rting person (See Instructions)	IN

CUSIP No. 02361E108

13G/A

Page 3 of 6

#### Item 1.

(a) Name of Issuer:

Ameresco, Inc.

(b) Address of Issuer's Principal Executive Offices:

111 Speen Street, Suite 410 Framingham, MA 01701

#### Item 2.

(a) Name of Person Filing:

Neil Gagnon has sole voting and dispositive power over 290,478 shares of the Issuer's Class A Common Stock, \$0.0001 par value per share (the "Common Stock"). In addition, Mr. Gagnon has shared voting power over 1,826,675 shares of Common Stock and shared dispositive power over 1,850,850 shares of Common Stock.

Mr. Gagnon is the managing member and principal owner of Gagnon Securities LLC ("GS"), an investment adviser registered with the Securities Exchange Commission ("SEC") under the Investment Advisers Act of 1940, as amended (the "Advisers Act"), and a registered broker-dealer, in its role as investment manager to several customer accounts, foundations, partnerships and trusts (collectively, the "Accounts") to which it furnishes investment advice. Mr. Gagnon and GS may be deemed to share voting power with respect to 1,135,469 shares of Common Stock held in the Accounts and dispositive power with respect to 1,151,593 shares of Common Stock held in the Accounts. GS and Mr. Gagnon expressly disclaim beneficial ownership of all securities held in the Accounts.

Mr. Gagnon is also the Chief Executive Officer of Gagnon Advisors, LLC ("Gagnon Advisors"), an investment adviser registered with the SEC under the Advisers Act. Mr. Gagnon and Gagnon Advisors, in its role as investment manager to Gagnon Investment Associates, LLC ("GIA"), a private investment fund, may be deemed to share voting and dispositive power with respect to the 604,324 shares of Common Stock held by GIA. GS and Mr. Gagnon expressly disclaim beneficial ownership of all securities held by GIA.

(b) Address of Principal Business Office: or, if none, Residence 1370 Ave. of the Americas, 24<sup>th</sup> Floor New York, NY 10019

(c) Citizenship:

USA

(d) Title of Class of Securities:

Class A Common Stock, \$0.0001 par value per share

(e) CUSIP Number:

02361E108

CUSIP No. 02361E108			13G/A	Page 4 of 6	
Iten	ı 3.	If this statement is filed pursu	ant to §§240.13d-1(b) or 13d-2(b) or (c), check	whether the person filing is a:	
(a)		Broker or dealer registered under	section 15 of the Act (15 U.S.C. 78o).		
(b)		Bank as defined in section 3(a)(6)	of the Act (15 U.S.C. 78c).		
(c)		Insurance company as defined in s	section 3(a)(19) of the Act (15 U.S.C. 78c).		
(d)		Investment company registered un	der section 8 of the Investment Company Act of 1	940 (15 U.S.C 80a-8).	
(e)		An investment adviser in accordar	nce with §240.13d-1(b)(1)(ii)(E);		
(f)		An employee benefit plan or endo	wment fund in accordance with §240.13d-1(b)(1)(	ii)(F);	
(g)		A parent holding company or cont	rol person in accordance with § 13d-1(b)(1)(ii)(G)	•	

A church plan that is excluded from the definition of an investment company under section 3(c)(14) of the Investment Company

Group, in accordance with §240.13d-1(b)(1)(ii)(K). If filing as a non-U.S. institution in accordance with §240.13d-1(b)(1)(ii)(J),

A savings associations as defined in Section 3(b) of the Federal Deposit Insurance Act (12 U.S.C. 1813);

Act of 1940 (15U.S.C. 80a-3);

please specify the type of institution:

 $\square$  A non-U.S. institution in accordance with §240.13d-1(b)(1)(ii)(J);

(h)

(i)

(j)

(k)

CUSIP No. 02361E108	13G/A	Page 5 of 6
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#### Item 4. Ownership.

Provide the following information regarding the aggregate number and percentage of the class of securities of the issuer identified in Item 1.

(a) Amount beneficially owned: 2,141,328

(b) Percent of class: 7.79%

Calculation of percentage of beneficial ownership is based on 27,503,502 outstanding shares of Common Stock as reported by the Issuer on its Form 10-Q filed on

November 6, 2017.

(c) Number of shares as to which the person has:

(i) Sole power to vote or to direct the vote: 290,478

(ii) Shared power to vote or to direct the vote: 1,826,675

(iii) Sole power to dispose or to direct the disposition of: 290,478

(iv) Shared power to dispose or to direct the disposition of: 1,850,850

#### Item 5. Ownership of Five Percent or Less of a Class.

If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than five percent of the class of securities, check the following  $\Box$ .

#### Item 6. Ownership of More than Five Percent on Behalf of Another Person.

The Accounts described above in Item 2 have the right to receive or the power to direct the receipt of dividends from, or the proceeds from the sale of, securities held in their respective accounts. To the knowledge of the Reporting Person, the interest in any such account does not exceed 5% of the class of securities. Except to the extent described herein, the Reporting Person disclaims beneficial ownership of all such securities.

#### Items 7-9. Not Applicable.

CUSIP No. 02361E108	13G/A	Page 6 of 6
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#### Item 10. Certification.

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect, other than activities solely in connection with a nomination under Section 230.14a-11.

### **SIGNATURE**

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

February 14, 2018

Date

**NEIL GAGNON** 

/s/ Neil Gagnon