# FORM 4

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

OMB APPROVAL						
OMB Number:	3235-0287					
Estimated average burden nours per response 0.5						
ours per response						

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

DeManche Joseph P  Ameresco, Inc. [AMRC]  (Last)  (Check all applicable)  Discours  (Check Discours)  Discours  (Check Discours)  (Check Discours)  Discours  (Check Discour		pe Response										1				
(Last) (Asign) (First) (Asign) (First) (Asign)	•											5. Relationship of Reporting Person(s) to Issuer				
Executive Vice President   Sultre 410   Sultre 510   Su					Ameresco, Inc. [AMRC]							ector		10% Owner		
SUITE 410  (Sixed)  (A) Corrected of Cappiting Exams  (A) Or Disposed of (Instr. 3)  (Instr. 3, 4 and 5)  (Instr. 3 and 4)  (Instr. 3 and 4)  (Instr. 3)  (Instr. 3)  (Instr. 4)  (Inst				_		Transactio	on (M	onth/Da	y/Yea	r)	X Of					
4. If Amendment, Date Original Filed(Month/Day/Year)  FRAMINGHAM, MA 01701  (City) (State) (Zip)  Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned  (Instr. 3)  2. Tamsaction Date (Month/Day/Year)		· · · · · · · · · · · · · · · · · · ·	inc., 111 51 E	EN STREE	1, 01/1	16/2018							<u> </u>	40.70 7.00 1.	Colucii	
Class A Common Stock   01/16/2018   Class A Common Stock   01/16	SOTTE .		(Street)		4. If	Amendment,	Date Orig	inal Fi	iled(Mon	h/Dav/Y	Year)	6. Indiv	idual or Joint	Group Filing	2(Check Applica	ble Line)
Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned Following (Instr. 3)   Code (Month/Day/Year)   Code (Month/Day/Year						,						_X_ Form	filed by One Rep	orting Person		,
Class A Common Stock   01/16/2018   S_C   12,500   D   S_C   127,500   D   Contained in this form are not required to respond unless the form displays a currently valid OMB control number.   Securities   Conversion   Date or Exercise   Conversion   Code   Derivative   Conversion   Date or Exercise   Conversion   Code   Derivative   Derivative   Code   Derivative   Deriv	FRAMIN	IGHAM, N	1A 01701									Form	filed by More than	1 One Reporting	Person	
Class A Common Stock   Ol/16/2018   Sull   List.   Sull   Code	(City	y)	(State)	(Zip)		Tab	le I - Non	-Deri	vative S	ecuri	ties Acq	uired, Di	sposed of, or	Beneficially	Owned	
Class A Common Stock   Ol/16/2018   S(II)   12,500   D   S   127,500   D   D	1.Title of S	Security	2.	Transaction	2A.	Deemed	3. Transa	action	4. Secu	ırities	Acquire	ed 5. Amo	unt of Securi	ties	6.	7. Nature
Class A Common Stock   01/16/2018   S(II)   12,500   D   S   127,500   D	(Instr. 3)					cution Date, if			` /	, x						of Indirect
Class A Common Stock 01/16/2018 Still 12,500 D S 9,2 127,500 D D  Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.  Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.  Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)  Scurity or Exercise (Month/Day/Year) Annual of Derivative Securities (Instr. 3) Ownership of Indirect (Disposed of Or Derivative Security (Instr. 3) Date Exercisable Date Date Expiration Date Date Date Expiration Title Shares Shares			(N	/Iontn/Day/Y	,	*				*			*			Ownership
Class A Common Stock 01/16/2018 S_L					(1.10	nun Buy, I vai			(IIIoti)	(111341: 3, 4 and 3)		(1115411)	, u.i.u 1)	ind 1)		
Class A Common Stock 01/16/2018 SLI 12,500 D \$ 9.2 127,500 D \$							Code	V	Amou			20				
Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.    Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.    Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)   A. Deemed Execution Date or Exercise (Month/Day/Year) (Instr. 3)   Price of Derivative Security   Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.    A. Deemed Execution Date of Derivative Ownership of Inderlying Securities (Month/Day/Year) (Instr. 3)   Price of Derivative Security   Perivative Securities (Instr. 3)   Price of Derivative Securities (Instr. 4)   Price of Derivative Securities (Instr. 4								·	Ailloui	π (1	<i>o</i>				(111511.4)	
Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.    Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.    Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)   1. Title of	Class A	Common S	tock 0	1/16/2018			S(1)		12,50	0 D	9 2	127,50	00		D	
1. Title of Derivative Security (Instr. 3)  Instruction Date (Month/Day/Year)  Instruction Date (Month/Day/Year)  Instruction Date (Instr. 3)  Instruction Date (Month/Day/Year)  Instruction D				Table II				the f	orm dis	splay	s a cur Benefic	rently va	lid OMB co			02)
Derivative Security (Instr. 3) Price of Derivative Security Security  Code  Code  Code  V (A) (D)  Date Securitor Securitors (Instr. 3)  Derivative Securities (Amount of Derivative Securities (Instr. 4)  Derivative Securities (Instr. 5)  Derivative Security (Instr. 5)  Derivative Securities (Instr. 5)  Derivative Securities (Instr. 4)  Derivative Securities (Instr. 4)  Derivative Securities (Instr. 4)  Derivative Securities (Instr. 4)  Derivati	1 m: 1 c	12	la m .:	124 B		1						•	0 D: (	0.37 1	6 10	11.37.
Security (Instr. 3) Price of Derivative Security  Security  Code (Instr. 8) Derivative Security  Security  Code (Instr. 8) Derivative Securities  Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)  Code V (A) (D)  Code (Instr. 8) Derivative Securities (Instr. 5) Date Exercisable Date  Code V (A) (D)  Code (Instr. 8) Derivative Securities (Instr. 5) Derivative Securities (Instr. 5) Derivative Securities (Instr. 5) Securities (Instr. 5) Derivative Securities (Instr. 5) Disposed of (D) (Instr. 4) Disposed Transaction(s) (Instr. 4) (Instr. 4) Date Exercisable Date Date Securities (Instr. 4) Date Exercisable Date Date Securities (Instr. 5) Derivative Secu																
Derivative Security    Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)   Date Exercisable   Expiration Date   Code   V (A) (D)   Code   V (A)	Security	or Exercise		ar) any		Code	Derivative					nderlying	erlying Security	Securities	Form of	Beneficia
Security    A) or Disposed of (D) (Instr. 3, 4, and 5)   Amount or Exercisable   Date Exercisable   Date   Expiration of Shares   Amount or Shares	(Instr. 3)			(Month/D	ay/Year)	(Instr. 8)										
Code V (A) (D)  Of (D) (Instr. 3, 4, and 5)  Date Exercisable Date  Code V (A) (D)  Exercisable Expiration Date  Transaction(s) (I) (Instr. 4)  Transaction(s) (I) (Instr. 4)														Following Reported		))
Code V (A) (D)    Code V (A) (D) (D)   Code V (A) (D)   C																
4, and 5)  Date Exercisable Date Expiration Date V (A) (D)  Code V (A) (D)  Amount or Number of Shares																
Code V (A) (D)  Date Expiration Date  Code V (A) (D)  Expiration Date  Title or Number of Shares																
Code V (A) (D) Exercisable Expiration Date Title Number of Shares													nt			
Code V (A) (D) Exercisable Date of Shares											ation		er			
								Exe	cisable	Date	1		Ci			
Reporting Owners						Code V	(A) (D)					Shares	3			
r	Repoi	rting O	wners													
Deletionshine						Dolation	nine.									
Reporting Owner Name / Address	Director 10%		0% 0	Relationships												
DeManche Joseph P			Director	070 OWII	Officer			Other								

### **Signatures**

C/O AMERESCO, INC.

111 SPEEN STREET, SUITE 410 FRAMINGHAM, MA 01701

/s/ David J. Corrsin, attorney-in-fact	01/18/2018			
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 sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on May 11, 2017.

**Executive Vice President** 

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 nu	mber.