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

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

FORM 4

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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(form or Type Responses)

1. Name and Address of Reporting Person:
Anderson David
C/O AMERESCO, 111 SPEEN STREET, SUITE 410
FRAMINGHAM, MA 01701

2. Issuer Name and Ticker or Trading Symbol:
Ameresco, Inc. [AMRC]

3. Date of Earliest Transaction (Month/Day/Year):
12/18/2020

4. If Amendment, Date Original Filed (Month/Day/Year):

5. Relationship of Reporting Person(s) to Issuer (Check all applicable):

   - X Director
   - Officer (give title below) Executive Vice President
   - 10% Owner
   - Other (specify below)

6. Individual or Joint/Group Filing (Check Applicable Line):

   - X Form filed by One Reporting Person
   - Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

<table>
<thead>
<tr>
<th>Title of Security</th>
<th>Date of Earliest Transaction</th>
<th>Securities Acquired</th>
<th>Amount of Securities Beneficially Owned Following Reported Transaction(s)</th>
<th>Ownership Form:</th>
<th>Nature of Indirect Beneficial Ownership</th>
</tr>
</thead>
<tbody>
<tr>
<td>Class A Common Stock</td>
<td>12/18/2020</td>
<td>15,000</td>
<td>35,000</td>
<td>D</td>
<td></td>
</tr>
<tr>
<td></td>
<td></td>
<td>$50.035</td>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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

<table>
<thead>
<tr>
<th>Title of Derivative Security (Instr. 3)</th>
<th>Conversion or Exercise Date, if any (Month/Day/Year)</th>
<th>Transaction Date, if any (Month/Day/Year)</th>
<th>Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)</th>
<th>Date Exercisable</th>
<th>Title and Amount of Underlying Securities (Instr. 3 and 4)</th>
<th>Price of Derivative Security (Instr. 5)</th>
<th>Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)</th>
<th>Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)</th>
<th>Nature of Indirect Beneficial Ownership (Instr. 4)</th>
</tr>
</thead>
</table>

Reporting Owners

<table>
<thead>
<tr>
<th>Reporting Owner Name / Address</th>
<th>Relationships</th>
</tr>
</thead>
<tbody>
<tr>
<td>Anderson David</td>
<td></td>
</tr>
<tr>
<td>C/O AMERESCO</td>
<td></td>
</tr>
<tr>
<td>111 SPEEN STREET, SUITE 410</td>
<td></td>
</tr>
<tr>
<td>FRAMINGHAM, MA 01701</td>
<td></td>
</tr>
<tr>
<td>X</td>
<td>Executive Vice President</td>
</tr>
</tbody>
</table>

Signatures

/s/ David J. Corrsin, attorney-in-fact

12/21/2020
Explanation of Responses:

* If the form is filed by more than one reporting person, see Instruction 4(b)(v).


(1) The sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on November 11, 2020.

   The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from $50.02 to $50.07, inclusive. The reporting person undertakes to provide to Ameresco, Inc., any security holder of Ameresco, Inc., or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote (1) to this Form 4.

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.