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

OMB APPROVAL

3235-0287 OMB Number: Estimated average burden 0.5 hours 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

e Responses)																
1. Name and Address of Reporting Person* WISNESKI FRANCIS V JR				2. Issuer Name and Ticker or Trading Symbol Ameresco, Inc. [AMRC]								5. Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director 10% Owner				
(Last) (First) (Middle) C/O AMERESCO, INC., 111 SPEEN STREET, SUITE 410				3. Date of Earliest Transaction (Month/Day/Year) 05/20/2021							_	Officer (give ti	itle below)	Other	(specify 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 PersonForm filed by More than One Reporting Person				
(City) (State) (Zip)				Table I - Non-Derivative Securities Acquired, Disposed of, or Reneficially Owned												
1.Title of Security (Instr. 3)		2. Transaction Date (Month/Day/Yea	Execution any		ed Date, if	3. Transaction Code (Instr. 8)		on	4. Securities Ac (A) or Disposed		equired 5. Or Tr	Amount of Secured Followin	curities Ber	eficially 6	6. Ownership Form:	Beneficial
					ay/Year)	Code		v .	Amount (A) c			,		o: (I	or Indirect I)	Ownership (Instr. 4)
Common St	ock	05/21/2021					S		2,000	D	\$ 39	9,176		I	)	
		Table II					a quired,	curre , Disp	ently vali	d OM r Ben	B control	number.	ness the i	oriii dispiay	•	
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Conversion	version Date xercise (Month/Day/Year) e of vative	Execution Date, if any	Transaction of Det Code Securi (Instr. 8) Acqui or Dis of (D) (Instr.		of Deriv Securitie Acquire or Dispo of (D)	vative ies (Month/Date of (A)) osed		ation I	Date		Underlying	Securities		Derivative Securities Beneficially Owned Following Reported Transaction(s	Ownersh Form of Derivativ Security: Direct (D or Indirect)	(Instr. 4)
			Code	v	(A)	(D)	Date Exerci	isable		on	Title	Amount or Number of Shares		(Ilistr. 4)	(mstr. 4)	
							(			2029	Class A	10,000.00	\$ 0	10.000		
	d Address of KI FRANC  KI FRANC  ERESCO, I  GHAM, M  Common St  Report on a se  2.  Conversion or Exercise Price of Derivative	d Address of Reporting Person KI FRANCIS V JR  (First) (First) (ERESCO, INC., 111 SPEEN 10 (Street) (GHAM, MA 01701 (State)  ecurity  Common Stock  Report on a separate line for each of Conversion or Exercise Price of Derivative  3. Transaction Date (Month/Day/Year)	d Address of Reporting Person KI FRANCIS V JR  (No. (First) (Middle) (ERESCO, INC., 111 SPEEN STREET, 10  (Street)  (GHAM, MA 01701 (State) (Zip)  ecurity 2. Transaction Date (Month/Day/Year)  Common Stock 05/21/2021  Zable II  2. Table II  2. Table II  2. Table II  (Month/Day/Year)	Address of Reporting Person*  KI FRANCIS V JR  (Middle)  ERESCO, INC., 111 SPEEN STREET,  (Street)  (Street)  (Street)  (State)  (Zip)  Eccurity  2. Transaction Date (Month/Day/Year)  Common Stock  (Month/Day/Year)  2. Transaction Date (Month/Day/Year)  Table II - Derivative Security  2. Transaction Date (Month/Day/Year)  (e.g., p (Month/Day/Year)  (Instr. 8	Address of Reporting Person*  KI FRANCIS V JR  (Middle)  (ERESCO, INC., 111 SPEEN STREET, 10  (Street)  (Street)  (Street)  (State)  (Zip)  (A. If Amendre Execution Date (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)  (A. If Amendre Execution Date (Month/Day/Year)  (Month/Day/Year)  (A. If Amendre Execution Date (Month/Day/Year)  (Month/Day/Year)  (A. If Amendre Execution Date (Month/Day/Year)  (Month/Day/Year)  (A. Deemed Execution Date, if any (Month/Day/Year)  (Month/Day/Year)  (Instr. 8)	A Address of Reporting Person *  KI FRANCIS V JR  (I) (First) (Middle) (ERESCO, INC., 111 SPEEN STREET, 105/20/2021  (Street) 4. If Amendment, Date (Month/Day/Year)  (GHAM, MA 01701  (State) (Zip)  (Common Stock 05/21/2021   Table II - Derivative Securitie (e.g., puts, calls, wa of Date (Month/Day/Year)  (Month/Day/Year) 3. Date of Earliest Tra 05/20/2021  2. Transaction Date (Month/Day/Year)  (Month/Day/Year) 2. Transaction Date (e.g., puts, calls, wa of Date (Month/Day/Year)  (Month/Day/Year) 3. Deemed Execution Date, if any (Month/Day/Year)  (Month/Day/Year) 3. Deemed Execution Date, if any (Month/Day/Year)  (I)	2. Issuer Name and Ticke Ameresco, Inc. [AMR t) (First) (Middle) (Street) (Street) (State) (Zip) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Inc. 2. Transaction Date (Month/Day/Year) (M	Address of Reporting Person * KI FRANCIS V JR  (First) (Middle) (Street) 3. Date of Earliest Transaction (M 05/20/2021  (Street) 4. If Amendment, Date Original File (Month/Day/Year)  (GHAM, MA 01701  (State) 2. Transaction Date (Month/Day/Year)  (Month/Day/Year) 2. Transaction Date (Month/Day/Year)  (Code Common Stock 05/21/2021 S  (Report on a separate line for each class of securities beneficially owned directly or indire (e.g., puts, calls, warrants, optic of Derivative Securities (Month/Day/Year)  (A. If Amendment, Date Original File (Code (Instr. 8))  (Code (Instr. 8)) Code  (E.g., puts, calls, warrants, optic of Derivative Securities (Month/Day/Year)  (E.g., puts, calls, warrants, optic of Derivative Securities (Month/Day/Year)  (E.g., puts, calls, warrants, optic of Derivative Securities (Month/Day/Year)  (E.g., puts, calls, warrants, optic of Derivative Securities Operivative Securities (Month/Day/Year)  (Instr. 8) Date (Instr. 8)  Date (E.g., puts, calls, warrants, optic of Derivative Securities Operivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)  Date Exercise (Month/Day/Year)  Date Exercise (Month/Day/Year)  (Instr. 8) Date Exercise (Month/Day/Year)  Date Exercise (Month/Day/Year)	Address of Reporting Person*  KI FRANCIS V JR  (Middle) (Street)  (Street)  (Street)  (Street)  (And MA 01701  (State)  (Zip)  (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)  (Code V Common Stock  (Month/Day/Year)  (Month/Day/Year)	Address of Reporting Person*  KI FRANCIS V JR  (First) (D) (First) (D) (Street)  (A If Amendment, Date Original Filed(Month/Day/Year)  (Street)  (A If Amendment, Date Original Filed(Month/Day/Year)  (Street)  (A If Amendment, Date Original Filed(Month/Day/Year)  (Street)  (A If Amendment, Date Original Filed(Month/Day/Year)  (Code (A) or Dis (Instr. 8)  (Instr. 8)  (Instr. 8)  (Instr. 8)  (Code V Amount Original Filed(Month/Day/Year)  (A) or Dis (Instr. 8)  (Instr. 8)  (Code V Amount Original Filed(Month/Day/Year)  (Instr. 8)  (Instr. 8)  (Code V Amount Original Filed(Month/Day/Year)  (Instr. 8)  (Instr. 8)  (Code V Amount Original Filed(Month/Day/Year)  (Instr. 8)  (Instr. 8)	Address of Reporting Person *  KI FRANCIS V JR  December 10 (First) (Middle) December 20 (Street)  (Street)  (Street)  (Strate)  (Zip)  Table I - Non-Derivative Securities Acquired, Disposed of, or Bene (e.g., puts, calls, warrants, options, convertible security  Table II - Derivative Securities Acquired, Disposed of, Or Bene (e.g., puts, calls, warrants, options, convertible security (Month/Day/Year)  A. State II - Derivative Securities Acquired, Disposed of (Instr. 8)  Table II - Derivative Securities Acquired, Disposed of (Disposed of Code (Instr. 8)  Table II - Derivative Securities Acquired, Disposed of (Disposed of Code (Instr. 8))  Table II - Derivative Securities Acquired, Disposed of Operivative (Month/Day/Year)  A. Securities Acquired, Disposed of, or Bene (e.g., puts, calls, warrants, options, convertible security (Instr. 3, 4, and 5)  Date Execurition Date (Month/Day/Year)  Date Expercisable Date Expercisable Date (Expercisable Date Expercisable Date (Expercisable Date Expercisable Date Expercisable Date Expercisable Date (Expercisable Date Expercisable Date Expercisable Date (Expercisable Date (Expercisa	Address of Reporting Person* KI FRANCIS V JR  (i) (First) (Middle) (Street) (Street) (Strate) (Strate) (Strate) (Strate) (Common Stock (Common	Address of Reporting Person * KI FRANCIS V JR	Address of Reporting Person* KI FRANCIS V JR  Ameresco, Inc. [AMRC]  3. Date of Earliest Transaction (Month/Day/Year)  O5/20/2021  4. If Amendment, Date Original Filed(Month/Day/Year)  OS/20/2021  4. If Amendment, Date Original Filed(Month/Day/Year)  OS/20/2021  5. Relationship of Reporting X_Director Officer (give title below)  OS/20/2021  6. Individual or Joint/Group X_Form filed by More than One Reporting Part of the Collection of Execution Date (Month/Day/Year)  OS/20/2021  7. Table I - Non-Derivative Securities Acquired, Disposed of, or Benefit Execution Date, if Quantity (Month/Day/Year)  OS/20/2021  S. Z. Deemed Execution Date, if Quantity (Month/Day/Year)  OS/20/2021  S. Z. Deemed Execution Date, if Quantity (A) or Original Filed(Month/Day/Year)  OS/20/2021  S. Z. Deemed Execution Date, if Quantity (A) or Original Filed(Month/Day/Year)  OS/20/2021  S. Z. Deemed Execution Date, if Quantity (A) or Original Filed(Month/Day/Year)  OS/20/2021  S. Z. Deemed Execution Date, if Quantity (A) or Original Filed(Month/Day/Year)  OS/20/2021  S. Z. Deemed Execution Date, if Quantity (A) or Original Filed(Month/Day/Year)  Oxide (State)  Oxide (State)  Oxide (State)  Oxide (State)  Oxide (State)  Oxide (State)  Oxide (Ghek America)  Oxide (Gh	Address of Reporting Person * KI FRANCIS V JR  Ameresco, Inc. [AMRC]  Sees (First)  (Middle)  CRESCO, INC., 111 SPEEN STREET, 10  (Street)  (State)  A lif Amendment, Date Original Filed(Month/Day/Year)  (State)  (A) or Disposed of Original Filed(Month/Day/Year)  (B) A lift Amendment, Date Original Filed(Month/Day/Year)  (B) A lift Am	Address of Reporting Person.*  KI FRANCIS V JR  Ameresco, Inc. [AMRC]  GRESCO, INC., 111 SPEEN STREET, 10  Ameresco, Inc. [AMRC]  SRESCO, INC., 111 SPEEN STREET, 10  Ameresco, Inc. [AMRC]  Ameresco, Inc. [AMRC]  SRESCO, INC., 111 SPEEN STREET, 10  Ameresco, Inc. [AMRC]  Ameresco, Inc. [AMRC]  Ameresco, Inc. [AMRC]  Ameresco, Inc. [AMRC]  SRESCO, INC., 111 SPEEN STREET, 10  Ameresco, Inc. [AMRC]  Ameresco. [AMRC]  Amer

	Relationships					
Reporting Owner Name / Address	Director	10% Owner	Officer	Other		
WISNESKI FRANCIS V JR C/O AMERESCO, INC. 111 SPEEN STREET, SUITE 410 FRAMINGHAM, MA 01701	X					

### **Signatures**

/s/ David J. Corrsin, attorney-in-fact	05/24/2021
**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) Of the shares subject to the option, 20% vest on May 29, 2021, and the remainder vest in four equal installments on each of the subsequent four anniversaries of such date. date.

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.