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

OMB APPROVAL OMB Number: 3235-0287 Estimated average burden hours 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

orting Person* V JR  (Middle) ., 111 SPEEN  et) 01701  te) (Zip)  2. Transaction Date (Month/Day/You	Amere 3. Date 05/11/ 4. If An  2A. Dee Execution	mendment,	Transact	C] ion (M	Ionth/Day	y/Year)	-	_X_ Direct Officer	(Che or control of the control of th	ow)(	able) 10% Owner Other (specify b	elow)		
et) 01701 te) (Zip)  2. Transaction Date	4. If An  2A. Dee Execution	/2020 mendment,	Date Ori					6. Individu	al or Joint/0			,		
01701 te) (Zip)  2. Transaction Date	2A. Dee Execution	Ta		ginal F	Filed(Mont	h/Day/Year)				Group Filing	Check Applicat	le Line)		
2. Transaction Date	Execution		ıble I - N		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				
Date	Execution		ibic 1 - 11	on-Da	rivativa	Sacurities	Acqui	rad Diene	sed of or I	Sanaficially (	Dwned			
		on Date, if	3. Transaction				nired of (D)	D) Beneficially Owned Follow Reported Transaction(s)		ies Following (s)	6. Ownership Form:	7. Nature of Indirect Beneficial		
		(Month/Day/Year)		V	Amoun	(A) or (D)	Price	(Instr. 3 a	nd 4)		\ /	Ownership (Instr. 4)		
05/11/2020			S		2,000	D S		82,676			D			
Table 1				the red, D	form dis	splays a of, or Ben	curren eficiall	itly valid						
Derivative Conversion Date Executive Security or Exercise (Month/Day/Year) any	ed 4. Tr	4. Transaction Code (Year) (Instr. 8)		6. I and (Mo	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Tit Amo Unde Secur	unt of erlying rities r. 3 and		Securities Beneficially Owned Following Reported	Ownersl Form of Derivati Security Direct (I or Indirects)	Beneficia Ownersh (Instr. 4)		
	C	Code V	(A) (D	Exe	-	Expiration Date	Title	or						
rant	Table I  nsaction 3A. Deem Execution any	Table II - Derivati (e.g., put  saction th/Day/Year)  (Month/Day/Year)  (C) (Interpretation of the purple of the p	Table II - Derivative Securities beneficially over the control of	Table II - Derivative Securities Acquired (e.g., puts, calls, warrants, or saction any (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)	Table II - Derivative Securities Acquired, Derivative Securities Acquired, Derivative Securities Acquired, Derivative Securities Acquired, Derivative Securities Acquired (Month/Day/Year)    3A. Deemed   4.   5.   6. I Transaction Code of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)    Dat Execution Date, if Disposed of (D) (Instr. 3, 4, and 5)	Table II - Derivative Securities Acquired, Disposed (e.g., puts, calls, warrants, options, conver any (Month/Day/Year)  (Month/Day/Year)  Table II - Derivative Securities Acquired, Disposed (e.g., puts, calls, warrants, options, conver and Execution Date, if any (Month/Day/Year)  (Instr. 8)  (Instr. 8)  Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)  Date Exercisable	Table II - Derivative Securities Acquired, Disposed of, or Ben (e.g., puts, calls, warrants, options, convertible secunsaction th/Day/Year)  3A. Deemed Execution Date, if any (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)  3A. Deemed Execution Date, if any (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)  4.  5.  Number of Derivative Securities Acquired (Month/Day/Year)  (Month/Day/Year)  Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)  Date Expiration Date Expiration Date (Date Expirat	Table II - Derivative Securities Acquired, Disposed of, or Beneficially (e.g., puts, calls, warrants, options, convertible securities)  3A. Deemed Execution Date, if any (Month/Day/Year)  (Month/Day/Year)  3A. Deemed Execution Date, if any (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)  (Date Exercisable and Expiration Date (Month/Day/Year)  (Instr. 8)  (Instr. 3)  4, and 5)  Date Expiration  Code of (D)  (Instr. 3)  4, and 5)  Title	rable II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)    Sa. Deemed   Execution Date, if any (Month/Day/Year)   Amount of Underlying Securities (Instr. 3)   Date Exercisable of (D) (Instr. 3)   A, and 5)   Date Exercisable   Expiration Date of Number (A) or Disposed of (D) (Instr. 3)   Date Exercisable   Expiration Date (Instr. 3)   Amount or Number (Instr. 3)   Date Exercisable   Expiration Date (Instr. 3)   Amount or Number (Instr. 3)   Date Exercisable   Expiration Date (Instr. 3)   Amount or Number (Instr. 3)   Date Exercisable (Instr. 3)   Amount or Number (Instr. 3)   Date Exercisable (Instr. 3)   Amount or Number (Instr. 3)   Amount or Number (Instr. 3)   Date Exercisable (Instr. 3)   Amount or Number (Instr. 3)   Date	e line for each class of securities beneficially owned directly or indirectly.  Persons who respond to the collection of inf contained in this form are not required to rest the form displays a currently valid OMB contained in this form are not required to rest the form displays a currently valid OMB contained in this form are not required to rest the form displays a currently valid OMB contained in this form are not required to rest the form displays a currently valid OMB contained in this form are not required to rest the form displays a currently valid OMB contained in this form are not required to rest the form displays a currently valid OMB contained in this form are not required to rest the form displays a currently valid OMB contained in this form are not required to rest the form displays a currently valid OMB contained in this form are not required to rest the form displays a currently valid OMB contained in this form are not required to rest the form displays a currently valid OMB contained in this form are not required to rest the form displays a currently valid OMB contained in this form are not required to rest the form displays a currently valid OMB contained in this form are not required to rest the form displays a currently valid OMB contained in this form are not required to rest the form displays a currently valid OMB contained in this form are not required to rest the form displays a currently valid OMB contained in this form are not required to rest the form displays a currently valid OMB contained in this form are not required to rest the form displays a currently valid OMB contained in this form are not required to rest the form displays a currently valid OMB contained in this form are not required to rest the form displays a currently valid OMB contained in this form are not required to rest the form displays a currently valid OMB contained in this form are not required to rest the form displays a currently valid OMB contained in this form are not required to rest the form displays a curre	e 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 unler the form displays a currently valid OMB control number (e.g., puts, calls, warrants, options, convertible securities)  nsaction  stable II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)  nsaction  th/Day/Year)  3A. Deemed  Execution Date, if Transaction Code of (Instr. 8)  Derivative Securities (Instr. 3 and 4)  Amount of Underlying Securities (Instr. 5)  Derivative Securities (Instr. 5)  Derivative Securities (Instr. 5)  Derivative Securities (Instr. 5)  Date Exercisable Date  Expiration Date Amount or Number of Nu	e line for each class of securities beneficially owned directly.  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)  nsaction  SEC  Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)  nsaction  SEC  Table II - Derivative Securities Acquired (b.g., puts, calls, warrants, options, convertible securities)  Anount of Underlying Securities (Instr. 3 and 4)  Number of Derivative Security (Instr. 5)  Beneficially Owned Securities (Instr. 5)  Ownerst Securities (Instr. 3)  Acquired (A) or Disposed of (D) (Instr. 3)  A, and 5)  Date Expiration Date or Number of Pollowing (Instr. 4)  Amount or Number of Or Indirectly.  Amount or Number of Derivative Security (Instr. 4)  Amount or Number of Derivative Security (Instr. 4)  Date Exercisable Expiration Title or Number of Or Num		

	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	05/13/2020
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.