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

OIVID AFFROVAL						
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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

		Amere	2. Issuer Name and Ticker or Trading Symbol Ameresco, Inc. [AMRC]						5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner				
(Last) (First) (Middle) C/O AMERESCO, INC., 111 SPEEN STREET, SUITE 410 (Street) FRAMINGHAM, MA 01701									X Officer (give title below) Other (specify below)  Executive Vice President				
									6. Individual or Joint/Group Filing(Check Applicable Line)  X_Form filed by One Reporting Person  Form filed by More than One Reporting Person				
(State)	(Zip)			-	Гabl	e I - Non-De	rivative Securi	ties Acquire	d, Disposed of	f, or Benefi	cially Owned		
	2. Transaction Date (Month/Day/Yea	Execu any	ition	Date, if	Code (Inst	e r. 8)	(A) or Disposed (Instr. 3, 4 and	or Over Over Over Over Over Over Over Ove	wned Followin ansaction(s)		O Fi D or (I	wnership orm: irect (D) Indirect	Beneficial Ownership
	Table II					quired, Disp	posed of, or Bei	neficially Ov					
Exercise (Month/Day/Year) any	4. 5 Transaction of Code S (Instr. 8) A		5. Number of Derivative I Securities Acquired (A) or Disposed of (D) (Instr. 3, 4,		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	Derivative Securities Beneficially Owned Following Reported	Ownership Form of Derivative Security: Direct (D) or Indirect		
		Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		(Instr. 4)	(Instr. 4)	
03/05/2021		A		50,000		(1)	03/04/2031	Class A Common Stock	50,000.00	\$ 0	50,000	D	
	(Street)  MA 01701 (State)  separate line for each of the control	INC., 111 SPEEN STREET,  (Street)  MA 01701  (State) (Zip)  2. Transaction Date (Month/Day/Year)  separate line for each class of securities be a separate line for each class	INC., 111 SPEEN STREET, 03/05/.  (Street) 4. If Am  MA 01701  (State) 2. Transaction Date (Month/Day/Year) 2. Transaction Date (Month/Day/Year) 3. Transaction Date (e.g., part) 3. Transaction Date (Month/Day/Year) 3. Transaction Date (Instr. 8	(Street)  (Street)  (A. If Amenda  MA 01701  (State)  (Zip)  2. Transaction Date (Month/Day/Year)  Separate line for each class of securities beneficially over the companies of	INC., 111 SPEEN STREET,  (Street)  4. If Amendment, Date  (Month/Day/Year)  2. Transaction Date (Month/Day/Year)  2. Transaction Date (Month/Day/Year)  2. Transaction Date (Month/Day/Year)  3. Transaction Date (Month/Day/Year)  4. Transaction Code (Instr. 8)  5. Numb Of Deriv Securities Acquire or Dispo of (D) (Instr. 3, and 5)  Code  V (A)	(Street)  A. If Amendment, Date Orion (State)  2. Transaction Date (Month/Day/Year)  2. Transaction Date (Month/Day/Year)  3. Transaction Date (Inst. a)  (Month/Day/Year)  3. Transaction Date (e.g., puts, calls, warrant and any (Month/Day/Year)  (Month/Day/Year)  3. Transaction Date (e.g., puts, calls, warrant any (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)  3. Transaction Transaction On Date (e.g., puts, calls, warrant any (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)  (Code (Instr. 8)  (Instr. 8)  (Code (Instr. 3, 4, and 5)  (Code (V) (A) (D)	(Street)  4. If Amendment, Date Original Filed(North/Day/Year)  2. Transaction Date (Month/Day/Year)  2. Transaction Date (Instr. 8)  Code V   Table II - Derivative Securities Acquired, Display (e.g., puts, calls, warrants, options, calls, warrants, option	(Street)  4. If Amendment, Date Original Filed(Month/Day/Year)  A. If Amendment, Date Original Filed(Month/Day/Year)  2. Transaction Date (Month/Day/Year)  2. Transaction Date (Instr. 8)  3. Transaction on Date (e.g., puts, calls, warrants, options, convertible securities (Month/Day/Year)  3. Transaction Date (e.g., puts, calls, warrants, options, convertible securities (Month/Day/Year)  3. Transaction Date (e.g., puts, calls, warrants, options, convertible securities (Month/Day/Year)  4. Transaction Code (Instr. 8)  3. Transaction Date (e.g., puts, calls, warrants, options, convertible securities (Month/Day/Year)  4. Transaction Code (Instr. 8)  4. Transaction Option (Code (Instr. 8))  5. Number of Derivative Expiration Date (Month/Day/Year)  6. Date Exercisable and Option (Disposed of (D) (Instr. 3, 4, and 5)  Code V (A) (D) Date (Expiration Date (Instr. 8))  Code V (A) (D) Date (Expiration Date (Instr. 8))  Code V (A) (D) Date (Expiration Date (Instr. 8))  Code (Instr. 8)	(Street)  4. If Amendment, Date Original Filed(Month/Day/Year)  (State)  2. Transaction Date (Month/Day/Year)  2. Transaction Date (Month/Day/Year)  (Month/Day/Year)  2. Transaction Date, if (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)  2. Transaction Date, if (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)  (Instr. 8)  (A) or Disposed of (D) (Instr. 3, 4 and 5)  (Instr. 8)  (Instr. 8)  (Instr. 9)  (Instr. 10)  (Instr. 11)  (Instr. 12)  (Instr. 13)  (Instr. 14)  (Instr. 15)  (Instr. 15)  (Instr. 16)  (Instr. 16)  (Instr. 17)  (Instr. 18)  (Instr	(Street)  (Street)  (State)  (Zip)  (Instr. 3, 4 and 5)  (Instr. 3 and 4)  (Instr. 3 and 4)	Street    Stre	Street    A. If Amendment, Date Original Filed(Month/Day/Year)   A. Securities Acquired, Disposed of, or Beneficially Owned Class (Month/Day/Year)   A. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)   A. Dermed (Instr. 8)   A. Derivative Securities Acquired, Disposed of, or Beneficially Owned (Instr. 3)   A. Dermed (Instr. 8)   A. Dermed (Instr. 8)   A. Derivative Securities Acquired, Disposed of, or Beneficially Owned (Instr. 3)   A. Deemed (Instr. 8)   A. Dee	State   A.   If Amendment, Date Original Filed   Month/Day/Year   If Amendment   If Amendment

	Relationships					
Reporting Owner Name / Address	Director	10% Owner	Officer	Other		
Bakas Michael T C/O AMERESCO, INC. 111 SPEEN STREET, SUITE 410 FRAMINGHAM, MA 01701			Executive Vice President			

## **Signatures**

/s/ David J. Corrsin, attorney-in-fact	03/08/2021
**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 March 5, 2022, and the remainder vest in four equal installments on each of the subsequent four anniversaries of such date

 $Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, {\it see}\ Instruction\ 6 for procedure.$ 

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