

Byrne Samuel T
Form SC 13G/A
February 14, 2013

SECURITIES AND EXCHANGE COMMISSION

Washington, DC 20549

SCHEDULE 13G/A

(Amendment No. 2)

**INFORMATION TO BE INCLUDED IN STATEMENTS FILED PURSUANT
TO RULES 13d-1(b), (c), AND (d) AND AMENDMENTS THERETO FILED
PURSUANT TO RULE 13d-2(b)**

Ameresco Inc.

(Name of Issuer)

Class A Common Stock, \$0.0001 par value per share

(Title of Class of Securities)

02361E108

(CUSIP Number)

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December 31, 2012

(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

☐ Rule 13d-1(b)

☐ Rule 13d-1(c)

☒ Rule 13d-1(d)

Page 1 of 5 Pages

13G

CUSIP No. 02361E108

Page 2 of 5 Pages

1. NAMES OF REPORTING PERSONS

Samuel T. Byrne

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*

(a) " (b) "

3. Not applicable
SEC USE ONLY

4. CITIZENSHIP OR PLACE OF ORGANIZATION

United States

5. SOLE VOTING POWER

NUMBER OF

SHARES 1,637,145 shares
6. SHARED VOTING POWER

BENEFICIALLY

OWNED BY 0 shares
EACH 7. SOLE DISPOSITIVE POWER

REPORTING

PERSON 1,637,145 shares
8. SHARED DISPOSITIVE POWER
WITH

9. 0 shares
AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

1,637,145 shares

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10. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES ..

11. Not applicable
PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

12. 6.0%
TYPE OF REPORTING PERSON

IN

Page 2 of 5 Pages

SCHEDULE 13G

Item 1(a) Name of Issuer:
Ameresco Inc.

1(b) Address of Issuer's Principal Executive Offices:

111 Speen Street, Suite 410

Framingham, MA 01701

Item 2(a) Name of Person Filing:
Samuel T. Byrne

2(b) Address of Principal Business Office or, if none, Residence:

CrossHarbor Capital Partners, LLC

One Boston Place, 23rd Floor

Boston, MA 02108-4406

2(c) Citizenship:

United States

2(d) Title of Class of Securities:

Class A Common Stock, \$0.0001 per value per share

2(e) CUSIP Number:

02361E108

Item 3 If this statement is filed pursuant to Rule 13d-1(b), or 13d-2(b) or (c):
Not applicable

Item 4 Ownership:

4(a) Amount beneficially owned:

1,637,145 shares

4(b) Percent of Class:

6.0%

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4(c) Number of shares as to which such person has:

(i) sole power to vote or to direct the vote:

1,637,145 shares

(ii) shared power to vote or to direct the vote:

0 shares

Page 3 of 5 Pages

(iii) sole power to dispose or to direct the disposition of:

1,637,145 shares

(iv) shared power to dispose or to direct the disposition of:

0 shares

Item 5 Ownership of Five Percent or Less of a Class:
Not Applicable.

Item 6 Ownership of More than Five Percent on Behalf of Another Person:
Not Applicable.

Item 7 Identification and Classification of the Subsidiary which Acquired the Security Being Reported on by the Parent Holding Company:
Not Applicable.

Item 8 Identification and Classification of Members of the Group:
Not Applicable.

Item 9 Notice of Dissolution of Group:
Not Applicable.

Item 10 Certification:
Not Applicable.

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After reasonable inquiry and to the best of its knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

By: /s/ Samuel T. Byrne
Name: Samuel T. Byrne

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Page 5 of 5 Pages