

LIME ENERGY CO.
Form 3
October 02, 2013

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section
30(h) of the Investment Company Act of 1940

(Print or Type Responses)

| | | | | |
|---|---------|--------------------------------------|--|--|
| 1. Name and Address of Reporting Person * | | 2. Date of Event Requiring Statement | 3. Issuer Name and Ticker or Trading Symbol | |
| Â Procell C Adam | | (Month/Day/Year) | LIME ENERGY CO. [LIME] | |
| (Last) | (First) | (Middle) | 09/23/2013 | |
| 16810 KENTON DRIVE,Â SUITE 240 | | | 4. Relationship of Reporting Person(s) to Issuer | 5. If Amendment, Date Original Filed(Month/Day/Year) |
| (Street) | | | (Check all applicable) | |
| HUNTERSVILLE,Â NCÂ 28078 | | | <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner | 6. Individual or Joint/Group Filing(Check Applicable Line) |
| (City) | (State) | (Zip) | <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other | <input checked="" type="checkbox"/> Form filed by One Reporting Person |
| | | | (give title below) (specify below) | <input type="checkbox"/> Form filed by More than One Reporting Person |
| | | | President & COO | |

Table I - Non-Derivative Securities Beneficially Owned

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|------------------------------------|--|---|--|
| Common Stock | 20,075 ⁽¹⁾ | D | Â |

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

SEC 1473 (7-02)

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

| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) Title | 4. Conversion or Exercise Price of Derivative Security | 5. Ownership Form of Derivative Security: Direct (D) | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---|---|---|--|---|--|
|---|---|---|--|---|--|

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| | Date Exercisable | Expiration Date | Amount or Number of Shares | or Indirect (I) (Instr. 5) |
|---------------------------------|------------------|-----------------|----------------------------|----------------------------|
| Option to Purchase Common Stock | 04/06/2012 | 04/06/2019 | Common Stock 6,667 \$ 3.7 | D Â |
| Option to Purchase Common Stock | 04/06/2011 | 04/06/2019 | Common Stock 6,667 \$ 3.7 | D Â |
| Option to Purchase Common Stock | 04/06/2012 | 04/06/2019 | Common Stock 6,666 \$ 3.7 | D Â |
| Option to Purchase Common Stock | Â (2) | 04/16/2020 | Common Stock 75,000 \$ 4.5 | D Â |
| Option to Purchase Common Stock | 12/31/2011 | 12/31/2020 | Common Stock 7,169 \$ 4.04 | D Â |
| Option to Purchase Common Stock | 12/31/2012 | 12/31/2020 | Common Stock 7,169 \$ 4.04 | D Â |
| Option to Purchase Common Stock | 12/31/2013 | 12/31/2020 | Common Stock 7,168 \$ 4.04 | D Â |
| Option to Purchase Common Stock | 12/31/2012 | 12/31/2021 | Common Stock 9,086 \$ 3.26 | D Â |
| Option to Purchase Common Stock | 12/31/2013 | 12/31/2021 | Common Stock 9,085 \$ 3.26 | D Â |
| Option to Purchase Common Stock | 12/31/2014 | 12/31/2021 | Common Stock 9,085 \$ 3.26 | D Â |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|-------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Procell C Adam 16810 KENTON DRIVE SUITE 240 HUNTERSVILLE, NC 28078 | Â | Â | Â President & COO | Â |

Signatures

Jeffrey Mistarz, by Power of Attorney 10/02/2013

__Signature of Reporting Person Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 5(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) Includes 5,165 shares of restricted stock granted pursuant to the 2009 Management Incentive Compensation Plan, of which 3,325 will vest on 12/31/13 and 1,840 will vest on 12/31/14.
- (2)

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Options vest and become exercisable if anytime on or before December 31, 2015 i) the Company's stock price exceeds \$20 per share, ii) the Company's annual revenue exceeds \$242 million in any year, and iii) the Company's adjusted EBITDA exceeds \$24 million in any year.

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.