

LIME ENERGY CO.
Form 3
May 10, 2016

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 Torkelson Bruce Daniel | | (Month/Day/Year) | LIME ENERGY CO. [LIME] | |
| (Last) | (First) | (Middle) | 4. Relationship of Reporting Person(s) to Issuer | 5. If Amendment, Date Original Filed(Month/Day/Year) |
| | | 05/02/2016 | | |
| C/O LIME ENERGY CO,Â 4 | | | (Check all applicable) | |
| GATEWAY CTR., 4TH FL, 100 | | | _____ Director _____ 10% Owner | |
| MULBERRY ST | | | _X_ Officer _____ Other | |
| (Street) | | | (give title below) (specify below) | |
| | | | Chief Financial Officer | |
| NEWARK,Â NJÂ 07102 | | | 6. Individual or Joint/Group Filing(Check Applicable Line) | |
| (City) | (State) | (Zip) | _X_ Form filed by One Reporting Person | |
| | | | ___ Form filed by More than One Reporting Person | |

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) |
|------------------------------------|--|---|--|

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly. SEC 1473 (7-02)

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 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) | 4. Conversion or Exercise Price of Derivative Security | 5. Ownership Form of Derivative Security: Direct (D) | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
| | Date Exercisable | Expiration Date | Title | Amount or Number of | |

| | | | | | | | | |
|------------------------------------|-------|------------|-----------------|-------------------|------|----------------------------------|---|---|
| Option to Purchase Common Stock | Â (1) | 05/02/2026 | Common Stock | Shares 100,000 | \$ 0 | or Indirect (I) (Instr. 5) | D | Â |
|------------------------------------|-------|------------|-----------------|-------------------|------|----------------------------------|---|---|

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Torkelson Bruce Daniel C/O LIME ENERGY CO 4 GATEWAY CTR., 4TH FL, 100 MULBERRY ST NEWARK, NJ 07102 | Â | Â | Â Chief Financial Officer | Â |

Signatures

Mary Colleen Brennan 05/10/2016

__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).

The reporting person was granted an option to purchase up to an aggregate of 100,000 shares of Common Stock. The option to purchase 33,334 shares will vest on May 2, 2017 and the option to purchase 33,333 shares of Common Stock will vest on each of May 2, 2018 and (1) 2019. Such options will immediately vest upon change of control of the Company or the involuntary termination of the reporting person for reasons other than cause, death or permanent disability. Such options were granted pursuant to the 2008 long-term incentive plan of the Company.

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.