

LIME ENERGY CO.
Form 15-12B
February 15, 2017

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

FORM 15

**CERTIFICATION AND NOTICE OF TERMINATION OF REGISTRATION UNDER SECTION 12(g) OF THE SECURITIES
EXCHANGE ACT OF 1934 OR SUSPENSION OF DUTY TO FILE REPORTS UNDER SECTIONS 13 AND 15(d) OF THE
SECURITIES EXCHANGE ACT OF 1934.**

Commission File Number 001-16265

LIME ENERGY CO.

(Exact name of registrant as specified in its charter)

4 Gateway Center, 4th Floor

100 Mulberry Street

Newark, NJ 07102

(201) 416-2575

(Address, including zip code, and telephone number, including area code, of registrant's principal executive offices)

Common Stock, Par Value \$.0001 Per Share

(Title of each class of securities covered by this Form)

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None

(Titles of all other classes of securities for which a duty to file reports under section 13(a) or 15(d) remains)

Please place an X in the box(es) to designate the appropriate rule provision(s) relied upon to terminate or suspend the duty to file reports:

Rule 12g-4(a)(1)	☒
Rule 12g-4(a)(2)	☐
Rule 12h-3(b)(1)(i)	☒
Rule 12h-3(b)(1)(ii)	☐
Rule 15d-6	☐

Approximate number of holders of record as of the certification or notice date: 110

Pursuant to the requirements of the Securities Exchange Act of 1934, Lime Energy Co. has caused this certification/notice to be signed on its behalf by the undersigned duly authorized person.

Date: February 15, 2017

Lime Energy Co.

By:

/s/ Bruce D. Torkelson
Bruce D. Torkelson
Chief Financial Officer and Treasurer