POWERSECURE INTERNATIONAL, INC.

Form SC 13G

February 13, 2012

Notes).

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549 SCHEDULE 13G Under the Securities Exchange Act of 1934 (Amendment No. ____) Powersecure International, Inc. (Name of Issuer) Common Stock (Title of Class of Securities) 73936N105 (CUSIP Number) with a copy to: Allen B. Levithan, Esq. Austin W. Marxe 527 Madison Avenue, Suite 2600 Lowenstein Sandler PC New York, New York 10022 65 Livingston Avenue Roseland, New Jersey 07068 (973) 597-2406 (Name, Address and Telephone Number of Person Authorized to Receive Notices and Communications) December 31, 2011 (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) *The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page. The information required on the remainder of this cover page shall not be to be ?filed? for the purpose of Section 18 of the Securities Exchange Act of 1934 (?Act?) or otherwise subject to the liabilities of that section of the but shall be subject to all other provisions of the Act (however, see the

Cusip No. 73936N105 13G Page 2 of 6 Pages 1.Names of Reporting Persons. I.R.S. Identification Nos. of above persons (entities only):

Austin W. Marxe and David M. Greenhouse

- 2. Check the Appropriate Box if a Member of a Group (See Instructions):
 - (a) [] Not Applicable
 - (b) [
 - 3. SEC Use Only
 - 4. Source of Funds (See Instructions): 00
- 5. Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e):

Not Applicable

6.	Citizenship	or Place	e of O	rganization:	United St	tates
Nu	mber of	7.	Sole	Voting Power:	0	
	ares Beneficioned by	ally	8.	Shared Votin	ng Power:	1,077,128*
	ch Reporting	9.	Sole	Dispositive Pow	wer: 0	
Pe	rson With	10.	Share	d Dispositive I	Power:	1,077,128*

- 11. Aggregate Amount Beneficially Owned by Each Reporting Person: 4,303,408*
- 12. Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions): Not Applicable
- 13. Percent of Class Represented by Amount in Row (11): 5.7%*
- 14. Type of Reporting Person (See Instructions): IA, IN

* This is a joint filing by Austin W. Marxe (?Marxe?) and David M. Greenhouse (?Greenhouse?). Marxe and Greenhouse share sole voting and investment power over 393,865 shares of Common Stock owned by Special Situations Cayman Fund, L.P., 485,110 shares of Common Stock owned by Special Situations Fund III QP, L.P. and 198,153 shares of Common Stock owned by Special Situations Private Equity Fund, L.P. See Items 2 and 4 of this Schedule for additional information.

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Item 1. Security and Issuer:

- (a) Powersecure International, Inc.
- (b) 1609 Heritage Commerce Court, West Forest, NC 27587
- Item 2. (a) Name of Person Filing:

The persons filing this report are Austin W. Marxe (?Marxe?) and David M. Greenhouse (?Greenhouse?), who are the controlling principals of AWM Investment Company, Inc. (?AWM?), the general partner of and investment adviser to Special Situations Cayman Fund, L.P. (?Cayman?). AWM also serves as the general partner of MGP Advisers Limited Partnership (?MGP?), the general partner of Special Situations Fund III QP, L.P. (?SSFQP?). Marxe and Greenhouse are also members of MG Advisers L.L.C. (?MG?), the general partner of Special Situations Private Equity Fund, L.P. (?SSPE?). AWM serves as the investment adviser to SSFQP and SSPE. (SSFQP, Cayman, and SSPE will hereafter be referred to as, the ?Funds?). The principal business of each Fund is to invest in equity and equity-related securities and other securities of any kind or nature.

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

The principal business address for Marxe and Greenhouse is 527 Madison Avenue, Suite 2600, New York, NY 10022.

(c) Citizenship:

 $\mbox{Austin W. Marxe and David M. Greenhouse are United States citizens.} \label{eq:marxeq}$

- Item 3. If this statement is filed pursuant to \$240.13d-1(b) or 240.13d-2(b), check whether

the person filing is a: Not Applicable

- (a) () Broker or Dealer registered under section 15 of the Act;
- (b) () Bank as defined in section 3(a) (6) of the Act;
- (c) () Insurance Company as defined in section 3(a) (19) of the Act;
- (d) () Investment Company registered under section 8 of the Investment Company Act of 1940;
- (e) () An Investment Adviser in accordance with \$240.13d -1 (b) (I) (ii) (E);
- (f) () An employee benefit plan or endowment fund in accordance with \$240.13d-1(b)(I)(ii)(F);

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- (g) () A parent holding company or control person in accordance with \$240.13d-
 - 1(b)(1)(ii)(G);
- (h) () A savings association as defined in Section 3(b) of the Federal Deposit Insurance

Act;

- (i) () A church plan that is excluded from the definition of an investment company under section $3(c)\,(14)$ of the Investment Company Act of 1940;
- (j) () Group, in accordance with \$240.13d-1(b)(1)(ii)(J).

Item 4. Ownership:

- (a) Amount Beneficially Owned: Messrs. Marxe and Greenhouse beneficially own a total of 1,077,128 shares of Common Stock. This amount includes 393,865 shares of Common Stock owned by Cayman, 198,153 shares of Common Stock owned by SSFQP.
- (b) Percent of Class: Messrs. Marxe and Greenhouse beneficially own 5.7% of the shares outstanding, of which Cayman owns 2.1% of the outstanding shares, SSPE owns 1.0% of the outstanding shares and SSFQP owns 2.6% of the outstanding shares.
 - (c) Number of Shares as to which the person has:
 - (i) Sole power to vote or to direct the vote: 0
 - (ii) Shared power to vote or to direct the vote: 1,077,128

(iii) Sole power to dispose or to direct the disposition of: $\ensuremath{\text{0}}$

(iv) Shared power to dispose or to direct the disposition of: 1,077,128

Item 5. Ownership of Five Percent or Less of a Class: If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more that five percent of the class of securities, check the following $_$