LIME ENERGY CO.

Form 4

December 10, 2013

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

OMB

Washington, D.C. 20549

3235-0287 Number: January 31, Expires:

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OMB APPROVAL

if no longer subject to Section 16. Form 4 or

Check this box

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

Estimated average burden hours per response...

Form 5 obligations may continue. See Instruction

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

1(b).

(Print or Type Responses)

	Address of Reporting Po GREGORY T	Symbol	2. Issuer Name and Ticker or Trading Symbol LIME ENERGY CO. [LIME]				5. Relationship of Reporting Person(s) to Issuer			
(Last)	(First) (Mi	ddle) 3. Date of (Month/Da	3. Date of Earliest Transaction (Month/Day/Year) 12/09/2013			(Che _X_ Director Officer (giv below)		e) 6 Owner er (specify		
(City)	(Street)	Filed(Mont	ndment, Dat h/Day/Year)		loou vi t	ios A au	Person	One Reporting Pe More than One Re	erson eporting	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	Table	3.	4. SecuritonAcquired Disposed (Instr. 3,	ties (A) or of (D)	r)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
Common Stock	12/09/2013		A	6,451 ₍₁₎	A	<u>(2)</u>	15,728	D		

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

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

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1. Title of	2.	3. Transaction Date		4.	5.	6. Date Exercis		7. Title and	8. Price of	9. Nu
Derivative Security (Instr. 3)	Conversion or Exercise Price of Derivative Security	(Month/Day/Year)	Execution Date, if any (Month/Day/Year)	Transacti Code (Instr. 8)	orNumber of Derivativ Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	8		Amount of Underlying Securities (Instr. 3 and 4	Derivative Security (Instr. 5)	Deriv Secur Bene Own Follo Repo Trans (Instr
				Code V	ĺ		Expiration Date	Title Amour or Numbe of Shares	er	

Reporting Owners

Reporting Owner Name / Address	Relationships						
•	Director	10% Owner	Officer	Other			
BARNUM GREGORY T							
	X						

Signatures

Jeffrey Mistarz, by Power of Attorney 12/10/2013

**Signature of Reporting Person Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 4(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) Half of these shares vest immediately and half will vest on the date of the Company's 2014 annual meeting of stockholders.
- (2) Granted pursuant to the 2010 Non-Employee Directors Stock Plan for Board committee service.

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.

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