

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)	<input checked="" type="checkbox"/>
Rule 12g-4(a)(2)	<input type="checkbox"/>
Rule 12h-3(b)(1)(i)	<input checked="" type="checkbox"/>
Rule 12h-3(b)(1)(ii)	<input type="checkbox"/>
Rule 15d-6	<input type="checkbox"/>

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

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