

LIME ENERGY CO.
Form 3
January 02, 2015

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

OMB
Number: 3235-0104
Expires: January 31,
2005
Estimated average
burden hours per
response... 0.5

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 *

Â BISON CAPITAL
PARTNERS IV, L.P.

(Last) (First) (Middle)

233 WILSHIRE BOULEVARD,
SUITE 425

(Street)

LOS ANGELES,Â CAÂ 90401

(City) (State) (Zip)

2. Date of Event Requiring
Statement

(Month/Day/Year)
12/23/2014

3. Issuer Name **and** Ticker or Trading Symbol
LIME ENERGY CO. [LIME]

4. Relationship of Reporting
Person(s) to Issuer

(Check all applicable)

☒ Director ☒ 10% Owner
☐ Officer ☐ Other
(give title below) (specify below)

5. If Amendment, Date Original
Filed(Month/Day/Year)

6. Individual or Joint/Group
Filing(Check Applicable Line)
☐ 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 Expiration Title Amount or
Exercisable Date Number of

				Shares	or Indirect (I) (Instr. 5)				
Series C Convertible Preferred Stock	Â	<u>(1)(2)</u>	Â	<u>(1)(2)</u>	Common Stock	<u>(2)</u> <u>(3)</u>	\$ <u>(2)</u> <u>(3)</u>	D <u>(4)</u>	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
BISON CAPITAL PARTNERS IV, L.P. 233 WILSHIRE BOULEVARD, SUITE 425 LOS ANGELES, CA 90401	X	X		
Bison Capital Partners IV, GP, L.P. 233 WILSHIRE BOULEVARD, SUITE 425 SANTA MONICA, CA 90401	X	X		

Signatures

/s/ Bison Capital Partners IV,
L.P.

01/02/2015

**Signature of Reporting Person Date

/s/ Bison Capital Partners IV
GP, L.P. 01/02/2015

**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).

- (1) Convertible at any time at the holder's election and has no expiration date.

The stockholders of Lime Energy Co. (the "Issuer") have approved (i) the full convertibility of shares of Series C Convertible Preferred Stock ("Preferred Stock") into Common Stock, and (ii) the full voting power of shares of Preferred Stock (clauses (i) and (ii) collectively, the "Proposal"), which approval is effective twenty (20) days after the Issuer mails an Information Statement to stockholders. Prior to effectiveness of shareholder approval of the Proposal, shares of Preferred Stock are convertible into an aggregate number of shares of Common Stock not to exceed 19.99% of the outstanding shares of Common Stock.

- (3) As of the date hereof, the 10,000 shares of Preferred Stock were convertible into 4,166,666 shares of Common Stock but subject to the limitation stated in note 2. The conversion value and the conversion price are subject to adjustment in accordance with the terms of the Preferred Stock.

- (4) The reported securities are owned directly by Bison Capital Partners IV, L.P. Voting and investment control of these securities is shared with Bison Capital Partners IV GP, L.P., as general partner of Bison Capital Partners IV, L.P. Bison Capital Partners IV GP, L.P. disclaims beneficial ownership of these securities except to the extent of its pecuniary interest therein.

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.