

LIME ENERGY CO.
Form 8-K
November 15, 2007

**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

**FORM 8-K
CURRENT REPORT**

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

(Date of earliest event reported): November 15, 2007

LIME ENERGY CO.

(Exact name of registrant as specified in its charter)

DELAWARE

(State or other jurisdiction of
incorporation or organization)

001-16265

(Commission File #)

36-4197337

(IRS Employer Identification No.)

1280 Landmeier Road, Elk Grove Village, Illinois 60007-2410

(Address of principal executive offices)

(847) 437-1666

(Registrant's telephone number, including area code)

Not Applicable

(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
 - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
 - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
 - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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Item 8.01 Other Events

On November 13, 2007, Lime Energy Co. filed an application to list its common stock on the NASDAQ Capital Market. The Company believes that it currently meets all of the listing qualifications of the NASDAQ Capital Market, except that its current stock price is less than minimum required bid price of \$4 per share. In an effort to increase the stock price, the Company's board of directors authorized management to seek the written consent of the largest holders of the Company's common stock to authorize a reverse stock split of between 1-for-2 to 1-for-10 at any time prior to March 31, 2008, if at all, as the Company's board of directors determines is necessary to meet the listing requirements for the NASDAQ Capital Market. Listing applications are subject to review and approval by NASDAQ's Listing Qualifications Department for compliance with all NASDAQ Capital Market requirements. There can be no assurance that Lime Energy's common stock will be approved for listing on the NASDAQ Capital Market.

A copy of the press release relating to the matters described above is attached as exhibit 99.1 and incorporated herein by reference.

The information in this Form 8-K is being furnished and shall not be deemed filed for the purposes of Section 18 of the Securities Exchange Act of 1934, as amended, or otherwise subject to the liabilities of that Section. The information in this Form 8-K shall not be incorporated by reference into any registration statement or other document pursuant to the Securities Act of 1933, as amended.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits

99.1 Press release of Lime Energy Co. dated November 15, 2007.

SIGNATURE

Pursuant to the requirements of the Securities and Exchange Act of 1934, the Registrant has caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

LIME ENERGY CO.:

Dated: November 15, 2007

By: /s/ Jeffrey Mistarz
Jeffrey Mistarz
Chief Financial Officer & Treasurer