SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

SCHEDULE 13G/A

Under the Securities Exchange Act of 1934 (Amendment No. 3)*

Hannon Armstrong Sustainable Infrastructure Capital, Inc.
(Name of Issuer)
Common Stock, par value \$0.01 per share
(Title of Class of Securities)
41068X100
(CUSIP Number)
December 31, 2015
(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)
□ Rule 13d-1(d)
(Page 1 of 18 Pages)

The information required in the remainder of this cover page shall not be deemed 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 Act but shall be subject to all other provisions of the Act (however, see the Notes).

^{*}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 the disclosures provided in a prior cover page.

1	NAME OF REPORTING PERSON Ardsley Partners Fund II, L.P.			
2	CHECK THE APPR	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) (b) (b)		
3	SEC USE ONLY			
4	CITIZENSHIP OR PLACE OF ORGANIZATION Delaware			
	5	SOLE VOTING POWER 0		
NUMBER OF SHARES BENEFICIALLY OWNED BY	6	SHARED VOTING POWER 322,900		
EACH REPORTING PERSON WITH:	7	SOLE DISPOSITIVE POWER 0		
TERSON WITH	8	SHARED DISPOSITIVE POWER 322,900		
9	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 322,900			
10	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES			
11	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9) 0.8%			
12	TYPE OF REPORTING PERSON PN			

1	NAME OF REPORTING PERSON Ardsley Partners Institutional Fund, L.P.			
2	CHECK THE APPR	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) (b) (b)		
3	SEC USE ONLY			
4	CITIZENSHIP OR PLACE OF ORGANIZATION Delaware			
	5	SOLE VOTING POWER 0		
NUMBER OF SHARES BENEFICIALLY OWNED BY	6	SHARED VOTING POWER 282,100		
EACH REPORTING PERSON WITH:	7	SOLE DISPOSITIVE POWER 0		
TERGOR WITH	8	SHARED DISPOSITIVE POWER 282,100		
9	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 282,100			
10	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES			
11	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9) 0.7%			
12	TYPE OF REPORTING PERSON PN			

1	NAME OF REPOR	NAME OF REPORTING PERSON		
1	Ardsley Partners Advanced Healthcare Fund, L.P.			
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) (b) (b)			
3	SEC USE ONLY			
4	CITIZENSHIP OR PLACE OF ORGANIZATION Delaware			
	5	SOLE VOTING POWER 0		
NUMBER OF SHARES BENEFICIALLY OWNED BY	6	SHARED VOTING POWER 404,100		
EACH REPORTING PERSON WITH:	7	SOLE DISPOSITIVE POWER 0		
TERGOT WITH	8	SHARED DISPOSITIVE POWER 404,100		
9	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 404,100			
10	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES			
11	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9) 1.1%			
12	TYPE OF REPORTING PERSON PN			

1	NAME OF REPORTING PERSON Ardsley Partners US Equity UCITS Fund plc		
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) (b)		
3	SEC USE ONLY		
4	CITIZENSHIP OR PLACE OF ORGANIZATION Delaware		
	5	SOLE VOTING POWER 0	
NUMBER OF SHARES BENEFICIALLY	6	SHARED VOTING POWER 0	
OWNED BY EACH REPORTING PERSON WITH:	7	SOLE DISPOSITIVE POWER 0	
FERSON WIIII.	8	SHARED DISPOSITIVE POWER 0	
9	AGGREGATE AMO	UNT BENEFICIALLY OWNED BY EACH REPORTING PERSON	
10	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES		
11	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9) 0%		
12	TYPE OF REPORTING PERSON PN		

1	NAME OF REPORTING PERSON Ardsley Partners Renewable Energy Fund, L.P.			
2	CHECK THE APPR	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) (b) (b)		
3	SEC USE ONLY			
4	CITIZENSHIP OR PLACE OF ORGANIZATION Delaware			
	5	SOLE VOTING POWER 0		
NUMBER OF SHARES BENEFICIALLY OWNED BY	6	SHARED VOTING POWER 540,000		
EACH REPORTING PERSON WITH:	7	SOLE DISPOSITIVE POWER 0		
TERSON WIII.	8	SHARED DISPOSITIVE POWER 540,000		
9	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 540,000			
10	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES			
11	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9) 1.4%			
12	TYPE OF REPORTING PERSON PN			

1	NAME OF REPORTING PERSON Ardsley Ridgecrest Partners Fund, L.P.			
2	CHECK THE APPRO	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) (b) □		
3	SEC USE ONLY			
4	CITIZENSHIP OR PLACE OF ORGANIZATION New York			
	5	SOLE VOTING POWER 0		
NUMBER OF SHARES BENEFICIALLY OWNED BY	6	SHARED VOTING POWER 17,500		
EACH REPORTING PERSON WITH:	7	SOLE DISPOSITIVE POWER 0		
TERROUT WITH	8	SHARED DISPOSITIVE POWER 17,500		
9	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 17,500			
10	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES			
11	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9) Less than 0.1%			
12	TYPE OF REPORTING PERSON PN			

1	NAME OF REPORTING PERSON Ardsley Advisory Partners		
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) (b)		
3	SEC USE ONLY		
4	CITIZENSHIP OR PLACE OF ORGANIZATION New York		
	5	SOLE VOTING POWER 0	
NUMBER OF SHARES BENEFICIALLY	6	SHARED VOTING POWER 1,566,600	
OWNED BY EACH REPORTING PERSON WITH:	7	SOLE DISPOSITIVE POWER 0	
TERSON WITH.	8	SHARED DISPOSITIVE POWER 1,566,600	
9	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 1,566,600		
10	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES		
11	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9) 4.1%		
12	TYPE OF REPORTING PERSON PN; IA		

1		NAME OF REPORTING PERSON Ardsley Partners I		
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) (b) (b)			
3	SEC USE ONLY		(6) —	
4	CITIZENSHIP OR PLACE OF ORGANIZATION New York			
	5	SOLE VOTING POWER 0		
NUMBER OF SHARES BENEFICIALLY	6	SHARED VOTING POWER 1,566,600		
OWNED BY EACH REPORTING PERSON WITH:	7	SOLE DISPOSITIVE POWER 0		
FERSON WIII.	8	SHARED DISPOSITIVE POWER 1,566,600		
9	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 1,566,600			
10	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES			
11	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9) 4.1%			
12	TYPE OF REPORTING PERSON PN			

1	NAME OF REPORTING PERSON Philip J. Hempleman			
2	CHECK THE APPR	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) (b) □		
3	SEC USE ONLY			
4	CITIZENSHIP OR PLACE OF ORGANIZATION United States			
	5	SOLE VOTING POWER 0		
NUMBER OF SHARES BENEFICIALLY	6	SHARED VOTING POWER 1,566,600		
OWNED BY EACH REPORTING PERSON WITH:	7	SOLE DISPOSITIVE POWER 0		
PERSON WIII.	8	SHARED DISPOSITIVE POWER 1,566,600		
9	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 1,566,600			
10	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES			
11	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9) 4.1%			
12	TYPE OF REPORTING PERSON IN			

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Item 1(a). NAME OF ISSUER

The name of the issuer is Hannon Armstrong Sustainable Infrastructure Capital, Inc. (the "Company").

Item 1(b). ADDRESS OF ISSUER'S PRINCIPAL EXECUTIVE OFFICES

The Company's principal executive offices are located at 1906 Towne Centre Blvd, Suite 370, Annapolis, Maryland 21401.

Item 2(a). NAME OF PERSON FILING

This statement is filed by:

- (i) Ardsley Partners Fund II, L.P., a Delaware limited partnership ("AP II"), with respect to the shares of common stock, par value \$0.01 per share ("Shares") directly owned by it;
- (ii) Ardsley Partners Institutional Fund, L.P., a Delaware limited partnership ("Ardsley Institutional"), with respect to the Shares directly owned by it;
- (iii) Ardsley Partners Advanced Healthcare Fund, L.P., a Delaware limited partnership ("Ardsley Advanced"), with respect to the Shares directly owned by it;
- (iv) Ardsley Partners US Equity UCITS Fund plc, an Irish UCITS plc ("Ardsley US Equity"), with respect to the Shares directly owned by it;
- (v) Ardsley Partners Renewable Energy Fund, L.P., a Delaware limited partnership ("Ardsley Energy"), with respect to the Shares directly owned by it;
- (vi) Ardsley Ridgecrest Partners Fund, L.P., a Delaware limited partnership ("Ardsley Ridgecrest"), with respect to the Shares directly owned by it;
- (vii) Ardsley Advisory Partners, a New York general partnership ("Ardsley") which serves as Investment Adviser of AP II, Ardsley Institutional, Ardsley Advanced, Ardsley Energy and Ardsley Ridgecrest and as Sub-Advisor of Ardsley US Equity with respect to the Shares directly owned by AP II, Ardsley Institutional, Ardsley Advanced, Ardsley US Equity, Ardsley Energy and Ardsley Ridgecrest;
- (viii) Ardsley Partners I, a New York general partnership ("Ardsley Partners") which serves as General Partner of AP II, Ardsley Institutional, Ardsley Energy and Ardsley Ridgecrest, with respect to the Shares owned by AP II, Ardsley Institutional, Ardsley Energy and Ardsley Ridgecrest; and
- (ix) Philip J. Hempleman ("Mr. Hempleman"), the Managing Partner of Ardsley and Ardsley Partners, with respect to the Shares owned by AP II, Ardsley Institutional, Ardsley Advanced, Ardsley US Equity, Ardsley Energy.

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The foregoing persons are hereinafter sometimes collectively referred to as the "Reporting Persons." Any disclosures herein with respect to persons other than the Reporting Persons are made on information and belief after making inquiry to the appropriate party. The filing of this statement should not be construed as an admission that any of the Reporting Persons is, for the purposes of Section 13G of the Act, the beneficial owner of the Shares reported herein.

Item 2(b). ADDRESS OF PRINCIPAL BUSINESS OFFICE OR, IF NONE, RESIDENCE

The address of the business office of each of the Reporting Persons is 262 Harbor Drive, Stamford, Connecticut 06902.

Item 2(c). CITIZENSHIP

AP II, Ardsley Institutional, Ardsley Advanced, Ardsley Energy and Ardsley Ridgecrest are Delaware limited partnerships. Ardsley US Equity is an Irish UCITS plc. Ardsley and Ardsley Partners are New York general partnerships. Mr. Hempleman is a United States citizen.

Item 2(d). TITLE OF CLASS OF SECURITIES

Common stock, par value \$0.01 per share.

Item 2(e). CUSIP NUMBER

41068X100

Item 3. IF THIS STATEMENT IS FILED PURSUANT TO Rules 13d-1(b), OR 13d-2(b) OR (c), CHECK WHETHER THE PERSON FILING IS A:

(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 Rule 13d-1(b)(1)(ii)(E);
(f)	An employee benefit plan or endowment fund in accordance with Rule 13d-1(b)(1)(ii)(F);
(g)	A parent holding company or control person in accordance with Rule 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;
(j)	A non-U.S. institution in accordance with Rule 13d-1(b)(1)(ii)(J);
(k)	Group, in accordance with Rule 13d-1(b)(1)(ii)(K).

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If filing as a non-U.S. institution in accordance with Rule 13d-1(b)(1)(ii)(J), please specify the type of institution:

Item 4. OWNERSHIP

The information required by Items 4(a) - (c) is set forth in Rows 5-11 of the cover page for each Reporting Person hereto and is incorporated herein by reference for each Reporting Person.

The Company's Quarterly period on Form 10-Q for the quarterly period ended September 30, 2015, filed with the Securities and Exchange Commission on November 5, 2015, indicates that the total number of outstanding Shares as of November 4, 2015 was 38,269,566. The percentages used herein and in the rest of the Schedule 13G/A are based upon such number of Shares outstanding.

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 than five percent of the class of securities, check the following 🗷

Item 6. OWNERSHIP OF MORE THAN FIVE PERCENT ON BEHALF OF ANOTHER PERSON

Not applicable.

Item 7. IDENTIFICATION AND CLASSIFICATION OF THE SUBSIDIARY WHICH ACQUIRED THE SECURITY BEING REPORTED ON BY THE PARENT HOLDING COMPANY OR CONTROL PERSON

Not applicable.

Item 8. IDENTIFICATION AND CLASSIFICATION OF MEMBERS OF THE GROUP

Not applicable.

Item 9. NOTICE OF DISSOLUTION OF GROUP

Not applicable.

Item 10. CERTIFICATION

Each of the Reporting Persons hereby makes the following certification:

By signing below each Reporting Person certifies that, to the best of his or its knowledge and belief, the securities referred to above were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

SIGNATURES

After reasonable inquiry and to the best of his or its knowledge and belief, each of the undersigned certifies that the information set forth in this statement is true, complete and correct.

DATE: February 16, 2016

ARDSLEY PARTNERS FUND II, L.P. BY: ARDSLEY PARTNERS I, GENERAL PARTNER

BY: <u>/s/ Steve Napoli</u> Steve Napoli General Partner

ARDSLEY PARTNERS INSTITUTIONAL FUND, L.P. BY: ARDSLEY PARTNERS I, GENERAL PARTNER

BY: <u>/s/ Steve Napoli</u> Steve Napoli General Partner

ARDSLEY PARTNERS ADVANCED HEALTHCARE FUND, L.P. BY: PHILIP J. HEMPLEMAN GENERAL PARTNER

BY: /s/ Steve Napoli* Steve Napoli As attorney in fact for Philip J. Hempleman

ARDSLEY PARTNERS US EQUITY UCITS FUND PLC BY: ARDSLEY ADVISORY PARTNERS SUB-ADVISOR

BY: <u>/s/ Steve Napoli</u> Steve Napoli Partner ARDSLEY PARTNERS RENEWABLE ENERGY FUND, L.P. BY: ARDSLEY PARTNERS I, GENERAL PARTNER

BY: <u>/s/ Steve Napoli</u> Steve Napoli General Partner

ARDSLEY RIDGECREST PARTNERS FUND, L.P. BY: ARDSLEY PARTNERS I, GENERAL PARTNER

BY: <u>/s/ Steve Napoli</u> Steve Napoli General Partner

ARDSLEY ADVISORY PARTNERS

BY: <u>/s/ Steve Napoli</u> Steve Napoli Partner

ARDSLEY PARTNERS I

BY: <u>/s/ Steve Napoli</u> Steve Napoli General Partner

PHILIP J. HEMPLEMAN, INDIVIDUALLY

BY: /s/ Steve Napoli*
Steve Napoli
As attorney in fact for Philip J. Hempleman

^{*} Evidence of Power of Attorney was filed with the Schedule 13G/A filed on February 15, 2006 (Acc-no: 0000902664-06-000895) and is incorporated by reference into this filing.

EXHIBIT 1

JOINT FILING AGREEMENT PURSUANT TO RULE 13d-1(k)

The undersigned acknowledge and agree that the foregoing statement on Schedule 13G/A is filed on behalf of each of the undersigned and that all subsequent amendments to this statement on Schedule 13G/A shall be filed on behalf of each of the undersigned without the necessity of filing additional joint filing agreements. The undersigned acknowledge that each shall be responsible for the timely filing of such amendments, and for the completeness and accuracy of the information concerning him or it contained herein and therein, but shall not be responsible for the completeness and accuracy of the information concerning the others, except to the extent that he or it knows or has reason to believe that such information is inaccurate.

DATE: February 16, 2016

ARDSLEY PARTNERS FUND II, L.P. BY: ARDSLEY PARTNERS I, GENERAL PARTNER

BY: <u>/s/ Steve Napoli</u> Steve Napoli General Partner

ARDSLEY PARTNERS INSTITUTIONAL FUND, L.P. BY: ARDSLEY PARTNERS I, GENERAL PARTNER

BY: <u>/s/ Steve Napoli</u> Steve Napoli General Partner

ARDSLEY PARTNERS ADVANCED HEALTHCARE FUND, L.P. BY: PHILIP J. HEMPLEMAN GENERAL PARTNER

BY: /s/ Steve Napoli* Steve Napoli As attorney in fact for Philip J. Hempleman

ARDSLEY PARTNERS US EQUITY UCITS FUND PLC BY: ARDSLEY ADVISORY PARTNERS SUB-ADVISOR

BY: <u>/s/ Steve Napoli</u> Steve Napoli Partner ARDSLEY PARTNERS RENEWABLE ENERGY FUND, L.P. BY: ARDSLEY PARTNERS I, GENERAL PARTNER

BY: <u>/s/ Steve Napoli</u> Steve Napoli General Partner

ARDSLEY RIDGECREST PARTNERS FUND, L.P. BY: ARDSLEY PARTNERS I, GENERAL PARTNER

BY: <u>/s/ Steve Napoli</u> Steve Napoli General Partner

ARDSLEY ADVISORY PARTNERS

BY: <u>/s/ Steve Napoli</u> Steve Napoli Partner

ARDSLEY PARTNERS I

BY: <u>/s/ Steve Napoli</u> Steve Napoli General Partner

PHILIP J. HEMPLEMAN, INDIVIDUALLY

BY: /s/ Steve Napoli* Steve Napoli As attorney in fact for Philip J. Hempleman

^{*} Evidence of Power of Attorney was filed with the Schedule 13G/A filed on February 15, 2006 (Acc-no: 0000902664-06-000895) and is incorporated by reference into this filing.