

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

|  |  |  |  |  |  |  |  |  |
|--|--|--|--|--|--|--|--|--|
| 1. Name and Address of Reporting Person*<br><u>Matrix VIII US Management Co. LLC</u><br><hr/> (Last) (First) (Middle)<br><u>C/O MATRIX PARTNERS</u><br><u>101 MAIN STREET, 17TH FLOOR</u><br><hr/> (Street)<br><u>CAMBRIDGE MA 02142</u><br><hr/> (City) (State) (Zip) |  |  | 2. Issuer Name and Ticker or Trading Symbol<br><u>Acacia Communications, Inc. [ ACIA ]</u> |  |  | 5. Relationship of Reporting Person(s) to Issuer<br>(Check all applicable)<br>Director <input checked="" type="checkbox"/> 10% Owner<br>Officer (give title below) Other (specify below) |  |  |
|  |  |  | 3. Date of Earliest Transaction (Month/Day/Year)<br><u>11/06/2018</u>                      |  |  | 6. Individual or Joint/Group Filing (Check Applicable Line)<br><input checked="" type="checkbox"/> Form filed by One Reporting Person<br>Form filed by More than One Reporting Person    |  |  |
|  |  |  | 4. If Amendment, Date of Original Filed (Month/Day/Year)                                   |  |  |  |  |  |

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) |   | 4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5) |            |        | 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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|------------|--------|---|--|---|
|                                 |                                      |  | Code                           | V | Amount  | (A) or (D) | Price  |   |  |   |
| Common Stock                    | 11/06/2018                           |  | j <sup>(1)</sup>               |   | 1,500,000   | D          | \$0.00 | 5,146,247   | I  | By Matrix Partners VIII, L.P. <sup>(2)</sup>          |
| Common Stock                    | 11/06/2018                           |  | j <sup>(3)</sup>               |   | 827   | D          | \$0.00 | 2,838   | I  | By Weston & Co. VIII, LLC <sup>(4)</sup>              |
| Common Stock                    | 11/06/2018                           |  | j <sup>(3)</sup>               |   | 827   | A          | \$0.00 | 20,063  | D  |   |
| Common Stock                    | 11/06/2018                           |  | j <sup>(5)</sup>               |   | 446,680   | A          | \$0.00 | 466,743   | D  |   |
| Common Stock                    | 11/06/2018                           |  | j <sup>(6)</sup>               |   | 440,359   | D          | \$0.00 | 26,384  | D  |   |

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

| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transaction Code (Instr. 8) |   | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | 6. Date Exercisable and Expiration Date (Month/Day/Year) |                 | 7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4) | 8. Price of Derivative Security (Instr. 5) | 9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4) | 10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) |
|--|--|--------------------------------------|--|--------------------------------|---|--|--|-----------------|---|--|--|---|--|
|  |  |                                      |  | Code                           | V |  | Date Exercisable   | Expiration Date |   |  |  |   |  |

**Explanation of Responses:**

- Represents a pro-rata distribution, and not a purchase or sale, by Matrix Partners VIII, L.P. ("Matrix Partners VIII") with no consideration, to its partners.
- The shares are owned directly by Matrix Partners VIII. Matrix VIII US Management Co., L.L.C. ("Matrix VIII US Management Co.") is the General Partner of Matrix Partners VIII and disclaims beneficial ownership of the shares owned by Matrix Partners VIII except to its proportionate pecuniary interest therein. Mr. Reiss, a member of the Board of Directors of the Issuer and a managing member of Matrix VIII US Management Co., has sole voting and dispositive power with respect to these shares. Mr. Reiss disclaims beneficial ownership of such shares, except to the extent of his pecuniary interest therein.
- Re-registration of shares by Weston & Co. VIII L.L.C. ("Weston VIII"), without consideration, in the name of Matrix VIII US Management Co., the beneficial owner of those shares.
- Matrix VIII US Management Co. is the beneficial owner of the shares reported herein as being held of record by Weston VIII, and disclaims beneficial ownership of the shares owned by Weston VIII except to its proportionate pecuniary interest therein. Mr. Reiss, a member of the Board of Directors of the Issuer and a managing member of Matrix VIII US Management Co., has sole voting and dispositive power with respect to these shares. Mr. Reiss disclaims beneficial ownership of such shares, except to the extent of his pecuniary interest therein.
- Represents the shares received in connection with the pro-rata distribution by Matrix Partners VIII, without consideration to its partners.
- Represents pro-rata distribution by Matrix VIII US Management Co., without consideration, to its members.

**Remarks:**

/s/ Stan Reiss, Managing  
Member of the Reporting  
Person

11/08/2018

\*\* Signature of Reporting Person      Date

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

\* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

**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 Number.**