

Aclaris Therapeutics, Inc.

Form 4

September 19, 2016

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

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 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

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
Tullman Stephen A.

(Last) (First) (Middle)

C/O ACLARIS THERAPEUTICS,
INC., 101 LINDENWOOD DRIVE,
SUITE 400

(Street)

MALVERN, PA 19355

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol
Aclaris Therapeutics, Inc. [ACRS]

3. Date of Earliest Transaction
(Month/Day/Year)
09/15/2016

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

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

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 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	09/15/2016		J ⁽¹⁾		521,739	D	\$ 0 0		I	By NeXeption, LLC ⁽¹⁾
Common Stock	09/15/2016		J ⁽¹⁾		116,999	A	\$ 0	116,999	D	
Common Stock	09/15/2016		J ⁽¹⁾		144,153	A	\$ 0	144,153	I	By NST, LLC ⁽²⁾
Common Stock	09/15/2016		J ⁽³⁾		50,002	D	\$ 0	94,151	I	By NST, LLC ⁽²⁾
	09/15/2016		J ⁽³⁾		4,790	A	\$ 0	121,789	D	

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Common
Stock

Common
Stock

394,014

I

By Trust ⁽⁴⁾

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

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SEC 1474
(9-02)

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 Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction (Instr. 10)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

Tullman Stephen A.
C/O ACLARIS THERAPEUTICS, INC.
101 LINDENWOOD DRIVE, SUITE 400
MALVERN, PA 19355

X

Signatures

/s/ Brian F. Leaf,
Attorney-in-fact

09/19/2016

__Signature of Reporting Person

Date

Explanation of Responses:

* 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).

(1) Liquidating distribution by NeXption, LLC, of which the reporting person is a member, in accordance with NeXption, LLC's Limited Liability Company Operating Agreement. The reporting person was also the sole Manager of NeXption, LLC prior to its liquidation. In

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prior reports, the reporting person reported beneficial ownership of 521,739 shares of the issuer's common stock held by NeXeption, LLC. The reporting person disclaims beneficial ownership of the shares held by NeXeption, LLC except to the extent of his pecuniary interest therein.

- (2) These shares are held by NST, LLC of which the reporting person is a member and the sole Manager. The reporting person has sole voting and dispositive power over the shares held by NST, LLC. The reporting person disclaims beneficial ownership over the shares held by NST, LLC except to the extent of his pecuniary interest therein.

- (3) Pro rata distribution by NST, LLC, of which the reporting person is a member, in accordance with NST, LLC's Limited Liability Company Operating Agreement. NST, LLC received 144,153 shares of the issuer's common stock as a liquidating distribution from NeXeption, LLC described in footnotes (1) and (2) above and immediately distributed 50,002 of the shares on a pro rata basis to its members.
- (4) These shares are held by the 2007 Irrevocable Trust of Stephen A. Tullman, for which the reporting person's spouse serves as the trustee.

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

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