

Acuta Capital Fund, LP
 Form 4
 May 01, 2018

FORM 4

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
 Acuta Capital Fund, LP

2. Issuer Name and Ticker or Trading Symbol
 CAS MEDICAL SYSTEMS INC
 [CASM]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

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

___ Director ___X___ 10% Owner
 ___ Officer (give title below) ___ Other (specify below)

1301 SHOREWAY ROAD, SUITE 350

01/04/2018

(Street)

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

6. Individual or Joint/Group Filing(Check Applicable Line)
 ___X___ Form filed by One Reporting Person
 ___ Form filed by More than One Reporting Person

BELMONT, CA 94002

(City) (State) (Zip)

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 Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock	03/08/2017		P		1,340	A	\$ 1.4445 (1)
Common Stock	03/09/2017		P		7,490	A	\$ 1.484 (2)
Common Stock	03/10/2017		P		895	A	\$ 1.5008 (3)
Common Stock	03/13/2017		P		3,292	A	\$ 1.4664

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					(4)		
Common Stock	03/15/2017	P	1,632	A	\$ 1.5232	2,916,426	D
					(5)		
Common Stock	03/16/2017	P	2,010	A	\$ 1.4866	2,918,436	D
					(6)		
Common Stock	03/17/2017	P	16,853	A	\$ 1.4969	2,935,289	D
					(7)		
Common Stock	06/20/2017	P	37,520	A	\$ 1.0076	2,972,809	D
					(8)		
Common Stock	06/21/2017	P	41,540	A	\$ 1.042 (9)	3,014,349	D
Common Stock	06/22/2017	P	25,551	A	\$ 1.0944	3,039,900	D
					(10)		
Common Stock	06/23/2017	P	21,142	A	\$ 1.1397	3,061,042	D
					(11)		
Common Stock	06/26/2017	P	28,476	A	\$ 1.1389	3,089,518	D
					(12)		
Common Stock	06/27/2017	P	7,595	A	\$ 1.1731	3,097,113	D
					(13)		
Common Stock	06/28/2017	P	17,643	A	\$ 1.178 (14)	3,114,756	D
Common Stock	06/29/2017	P	25,519	A	\$ 1.177 (15)	3,140,275	D
Common Stock	06/30/2017	P	21,250	A	\$ 1.1486	3,161,525	D
					(16)		
Common Stock	07/03/2017	P	1,335	A	\$ 1.1667	3,162,860	D
					(17)		
Common Stock	07/05/2017	P	111	A	\$ 1.18	3,162,971	D
Common Stock	07/06/2017	P	7,916	A	\$ 1.1697	3,170,887	D
					(18)		
	07/07/2017	P	4,216	A		3,175,103	D

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Common Stock						\$ 1.1796 <u>(19)</u>		
Common Stock	07/10/2017	P	3,160	A		\$ 1.195 <u>(20)</u>	3,178,263	D
Common Stock	07/11/2017	P	10,270	A		\$ 1.1967 <u>(21)</u>	3,188,533	D
Common Stock	07/12/2017	P	6,320	A		\$ 1.191 <u>(22)</u>	3,194,853	D
Common Stock	07/13/2017	P	3,485	A		\$ 1.156 <u>(23)</u>	3,198,338	D
Common Stock	07/14/2017	P	8,690	A		\$ 1.1899 <u>(24)</u>	3,207,028	D
Common Stock	07/17/2017	P	5,530	A		\$ 1.1814 <u>(25)</u>	3,212,558	D
Common Stock	07/18/2017	P	5,685	A		\$ 1.1619 <u>(26)</u>	3,218,243	D
Common Stock	07/19/2017	P	7,900	A		\$ 1.1641 <u>(27)</u>	3,226,143	D
Common Stock	07/21/2017	P	3,625	A		\$ 1.1631 <u>(28)</u>	3,229,768	D
Common Stock	07/24/2017	P	8,690	A		\$ 1.1695 <u>(29)</u>	3,238,458	D

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

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(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	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 (Instr. 6)
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(A) or
 Disposed
 of (D)
 (Instr. 3,
 4, and 5)

Repor
 Trans
 (Instr

Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
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Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Acuta Capital Fund, LP 1301 SHOREWAY ROAD SUITE 350 BELMONT, CA 94002		X		

Signatures

Acuta Capital Fund, LP, by its general partner, Acuta Capital Partners, LLC, /s/ Manfred Yu,
 CCO & COO

05/01/2018

__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) The shares were purchased in multiple transactions at prices ranging from \$1.44 to \$1.45 per share. The price reported reflects the volume weighted average purchase price for the transactions. The reporting person undertakes to provide upon request by the SEC staff, the issuer or a security holder of the issuer, full information regarding the number of shares sold at each separate price.
- (2) The shares were purchased in multiple transactions at prices ranging from \$1.45 to \$1.51 per share. The price reported reflects the volume weighted average purchase price for the transactions. The reporting person undertakes to provide upon request by the SEC staff, the issuer or a security holder of the issuer, full information regarding the number of shares sold at each separate price.
- (3) The shares were purchased in multiple transactions at prices ranging from \$1.50 to \$1.51 per share. The price reported reflects the volume weighted average purchase price for the transactions. The reporting person undertakes to provide upon request by the SEC staff, the issuer or a security holder of the issuer, full information regarding the number of shares sold at each separate price.
- (4) The shares were purchased in multiple transactions at prices ranging from \$1.45 to \$1.49 per share. The price reported reflects the volume weighted average purchase price for the transactions. The reporting person undertakes to provide upon request by the SEC staff, the issuer or a security holder of the issuer, full information regarding the number of shares sold at each separate price.
- (5) The shares were purchased in multiple transactions at prices ranging from \$1.51 to \$1.54 per share. The price reported reflects the volume weighted average purchase price for the transactions. The reporting person undertakes to provide upon request by the SEC staff, the issuer or a security holder of the issuer, full information regarding the number of shares sold at each separate price.
- (6) The shares were purchased in multiple transactions at prices ranging from \$1.48 to \$1.50 per share. The price reported reflects the volume weighted average purchase price for the transactions. The reporting person undertakes to provide upon request by the SEC staff, the issuer or a security holder of the issuer, full information regarding the number of shares sold at each separate price.
- (7) The shares were purchased in multiple transactions at prices ranging from \$1.46 to \$1.53 per share. The price reported reflects the volume weighted average purchase price for the transactions. The reporting person undertakes to provide upon request by the SEC staff, the issuer or a security holder of the issuer, full information regarding the number of shares sold at each separate price.
- (8)

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The shares were purchased in multiple transactions at prices ranging from \$1.18 to \$1.19 per share. The price reported reflects the volume weighted average purchase price for the transactions. The reporting person undertakes to provide upon request by the SEC staff, the issuer or a security holder of the issuer, full information regarding the number of shares sold at each separate price.

(26) The shares were purchased in multiple transactions at prices ranging from \$1.14 to \$1.18 per share. The price reported reflects the volume weighted average purchase price for the transactions. The reporting person undertakes to provide upon request by the SEC staff, the issuer or a security holder of the issuer, full information regarding the number of shares sold at each separate price.

(27) The shares were purchased in multiple transactions at prices ranging from \$1.15 to \$1.18 per share. The price reported reflects the volume weighted average purchase price for the transactions. The reporting person undertakes to provide upon request by the SEC staff, the issuer or a security holder of the issuer, full information regarding the number of shares sold at each separate price.

(28) The shares were purchased in multiple transactions at prices ranging from \$1.15 to \$1.17 per share. The price reported reflects the volume weighted average purchase price for the transactions. The reporting person undertakes to provide upon request by the SEC staff, the issuer or a security holder of the issuer, full information regarding the number of shares sold at each separate price.

(29) The shares were purchased in multiple transactions at prices ranging from \$1.15 to \$1.19 per share. The price reported reflects the volume weighted average purchase price for the transactions. The reporting person undertakes to provide upon request by the SEC staff, the issuer or a security holder of the issuer, full information regarding the number of shares sold at each separate price.

Remarks:

Due to limitations of the electronic filing system, this Form 4 is being filed in multiple parts. This is part 2 of 4.

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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