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

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**SCHEDULE 14A**

**Proxy Statement Pursuant to Section 14(a) of the  
Securities Exchange Act of 1934  
(Amendment No.    )**

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Filed by the Registrant ☒

Filed by a Party other than the Registrant ☐

Check the appropriate box:

- ☐ Preliminary Proxy Statement
- ☐ **Confidential, for Use of the Commission Only** (as permitted by Rule 14a-6(e)(2))
- ☐ Definitive Proxy Statement
- ☒ Definitive Additional Materials
- ☐ Soliciting Material under §240.14a-12

**CASA SYSTEMS, INC.**





(Name of Registrant as Specified In Its Charter)  
(Name of Person(s) Filing Proxy Statement, if other than the Registrant)

Payment of Filing Fee (Check all boxes that apply):

- ☒ No fee required.
- ☐ Fee paid previously with preliminary materials.
- ☐ Fee computed on table in exhibit required by Item 25(b) per Exchange Act Rules 14a-6(i)(1) and 0-11.
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**YOUR VOTE IS IMPORTANT! PLEASE VOTE BY:**

	<b>INTERNET</b> Go To: <a href="http://www.proxypush.com/CASA">www.proxypush.com/CASA</a> <ul style="list-style-type: none"><li>• Cast your vote online</li><li>• Have your Proxy Card ready</li><li>• Follow the simple instructions to record your vote</li></ul>
	<b>PHONE</b> Call 1-866-882-9119 <ul style="list-style-type: none"><li>• Use any touch-tone telephone</li><li>• Have your Proxy Card ready</li><li>• Follow the simple recorded instructions</li></ul>
	<b>MAIL</b> <ul style="list-style-type: none"><li>• Mark, sign and date your Proxy Card</li><li>• Fold and return your Proxy Card in the postage-paid envelope provided</li></ul>
	You must pre-register to attend the meeting online and/or participate at <a href="http://www.proxydocs.com/CASA">www.proxydocs.com/CASA</a> .

**Casa Systems, Inc.**  
**Annual Meeting of Stockholders**

For Stockholders of record as of March 27, 2023

**TIME:** Thursday, May 18, 2023 10:00 AM, Eastern Time  
**PLACE:** Annual Meeting to be held live via the Internet -  
please visit [www.proxydocs.com/CASA](http://www.proxydocs.com/CASA) for more details.

**This proxy is being solicited on behalf of the Board of Directors**

The undersigned hereby appoints Edward Durkin, Timothy Rodenberger, and each or either of them (the "Named Proxies"), as the true and lawful attorneys of the undersigned, with full power of substitution and revocation, and authorizes them, and each of them, to vote all the shares of common stock of Casa Systems, Inc. which the undersigned is entitled to vote at said meeting and any adjournment thereof upon the matters specified and upon such other matters as may be properly brought before the meeting or any adjournment thereof, conferring authority upon such true and lawful attorneys to vote in their discretion on such other matters as may properly come before the meeting and revoking any proxy heretofore given.

THE SHARES REPRESENTED BY THIS PROXY WILL BE VOTED AS DIRECTED OR, IF NO DIRECTION IS GIVEN, SHARES WILL BE VOTED IDENTICAL TO THE BOARD OF DIRECTORS' RECOMMENDATION. This proxy, when properly executed, will be voted in the manner directed herein. In their discretion, the Named Proxies are authorized to vote upon such other matters that may properly come before the meeting or any adjournment or postponement thereof.

You are encouraged to specify your choice by marking the appropriate box (SEE REVERSE SIDE) but you need not mark any box if you wish to vote in accordance with the Board of Directors' recommendation. The Named Proxies cannot vote your shares unless you sign (on the reverse side) and return this card.

PLEASE BE SURE TO SIGN AND DATE THIS PROXY CARD AND MARK ON THE REVERSE SIDE


**Casa Systems, Inc.**  
**Annual Meeting of Stockholders**

Please make your marks like this: ☒

**THE BOARD OF DIRECTORS RECOMMENDS A VOTE:**

**FOR** ON PROPOSALS 1, 2 AND 3

**THE BOARD RECOMMENDS THAT AN ADVISORY VOTE ON THE COMPENSATION FOR NAMED EXECUTIVE OFFICERS BE HELD EVERY 1 YEAR.**

PROPOSAL	YOUR VOTE				BOARD OF DIRECTORS RECOMMENDS
	FOR	WITHHOLD			 <b>FOR</b>
1. To elect three Class III directors to hold office until our 2026 annual meeting of stockholders or until their successors are duly elected and qualified, subject to their earlier resignation or removal;	<input type="checkbox"/>	<input type="checkbox"/>			
1.01 Scott Bruckner	<input type="checkbox"/>	<input type="checkbox"/>			<b>FOR</b>
1.02 Michael T. Hayashi	<input type="checkbox"/>	<input type="checkbox"/>			<b>FOR</b>
1.03 Bill Stylsinger	<input type="checkbox"/>	<input type="checkbox"/>			<b>FOR</b>
2. To ratify the appointment of Ernst and Young LLP as our independent registered public accounting firm for the fiscal year ending December 31, 2023;	<input type="checkbox"/>	AGAINST	ABSTAIN		<b>FOR</b>
3. To approve, by a non-binding, advisory vote, the 2022 compensation paid to our named executive officers;	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>		<b>FOR</b>
4. To provide a non-binding, advisory vote on the frequency of future stockholder advisory votes on executive compensation; and	1YR	2YR	3YR	ABSTAIN	<b>1 YEAR</b>
5. To transact any other business that properly comes before the Annual Meeting (including adjournments and postponements thereof).	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	

**You must pre-register to attend the meeting online and/or participate at [www.proxydocs.com/CASA](http://www.proxydocs.com/CASA).**

Authorized Signatures - Must be completed for your instructions to be executed.

Please sign exactly as your name(s) appears on your account. If held in joint tenancy, all persons should sign. Trustees, administrators, etc., should include title and authority. Corporations should provide full name of corporation and title of authorized officer signing the Proxy/Vote Form.

Signature (and Title if applicable)

Date

Signature (if held jointly)

Date

