FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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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).

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* Chen Weidong						2. Issuer Name and Ticker or Trading Symbol Casa Systems Inc [CASA]							5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner					
(Last) (First) (Middle)				3. Date of Earliest Transaction (Month/Day/Year) 12/08/2023								X Officer (give title below) Other (spe			pecify			
C/O CASA SYSTEMS, INC.														See Remarks				
100 OLD RIVER ROAD					4. If Amendment, Date of Original Filed (Month/Day/Year)							Line)	6. Individual or Joint/Group Filing (Check Applicable Line)					
(Street) ANDOVER MA		IA 01810										X	X Form filed by One Reporting Person Form filed by More than One Reporting Person					
(City) (State) (Zip)		(Zip)		Rule 10b5-1(c) Transaction Indication														
										ction was mad 0b5-1(c). Sed			instruction or	written plan	n that is	intended to s	satisfy the	
		Т	able I - Nor	n-Deriva	tive	Securit	ies Acc	uired,	Dis	posed of	f, or Ben	eficially	Owned					
,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,				2. Transaction Date (Month/Day/Year)		Execut if any	2A. Deemed Execution Date, if any (Month/Day/Year)		ction Instr.	4. Securities Acquired (A) of Disposed Of (D) (Instr. 3, 4			nd 5) Securities Beneficially Owned Follow		6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		7. Nature of Indirect Beneficial Ownership	
									v	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)				Instr. 4)	
Common Stock				12/08/2	2/08/2023					366,61	1 A	(1)	2,658,412			D		
Common Stock 12/0					2023		F ⁽²⁾		121,366 D		\$0.54	2,537	2,537,046		D			
			Table II -					,		osed of, convertib		•	wned					
1. Title of Derivative Security (Instr. 3)	2. 3. Transaction Conversion or Exercise Price of Derivative Security 3. Transaction Date (Month/Day/Year)		3A. Deemed Execution Dat if any (Month/Day/Ye	Code	Transaction Code (Instr.		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		Exerc ion Da /Day/Y			ies g Security	8. Price of Derivative Security (Instr. 5)	9. Numbe derivative Securities Beneficia Owned Following	e s illy	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership t (Instr. 4)	
				Code	e V (A)		(D)	Date Exercis	able	Expiration Date	Title	Amount or Number of Shares		Reported Transaction(s) (Instr. 4)				
Restricted Stock Units	(3)	12/08/2023		М			53,303	(4)		(4)	Common Stock	53,303	\$0	0		D		
Restricted Stock Units	(3)	12/08/2023		М			47,934	(5)		(5)	Common Stock	47,934	\$0	0		D		
Restricted Stock Units	(3)	12/08/2023		М			241,407	(6)		(6)	Common Stock	241,407	\$0	0		D		
Restricted Stock Units	(3)	12/08/2023		A		23,967		(7)		(7)	Common Stock	23,967	\$0	23,96	57	D		
Restricted Stock Units	(3)	12/08/2023		М			23,967	(8)		(8)	Common Stock	23,967	\$0	0		D		

Explanation of Responses:

- 1. Restricted stock units ("RSUs") converted into common stock, \$0.001 par value per share (the "Common Stock"), of Casa Systems, Inc. (the "Company") on a one-for-one basis upon vesting of the RSU.
- $2. \ Shares \ withheld \ by \ the \ Company \ to \ satisfy \ tax \ withholding \ requirements \ on \ vesting \ of \ RSUs. \ No \ shares \ were \ sold.$
- 3. Each RSU represents the right to receive one share of Common Stock of Company upon vesting, subject to the reporting person's continued service relationship with the Company and the other terms and conditions set forth in the applicable RSÜ Agreement. In the sole discretion of the Company's board of directors, the Company may, with respect to any applicable vesting date, deliver to the reporting person Common Stock or cash having a fair market value equal to the number of shares of Common Stock underlying the portion of the RSU that vested on such date, payable within 30 days of the vesting date, less applicable taxes.
- 4. Pursuant to the Separation Agreement entered into by the Company and the reporting person on November 17, 2023 (the "Separation Agreement"), the vesting of the RSUs granted to the reporting person on February 25, 2020, was fully accelerated and all of the shares underlying the award became vested as of December 8, 2023. The RSUs have no expiration date.
- 5. Pursuant to the Separation Agreement, the vesting of the RSUs granted to the reporting person on February 23, 2021, was fully accelerated and all of the shares underlying the award became vested as of December 8, 2023. The RSUs have no expiration date.
- 6. Pursuant to the Separation Agreement, the vesting of the RSUs granted to the reporting person on May 9, 2022, was fully accelerated and all of the shares underlying the award became vested as of December 8, 2023. The RSUs have no expiration date. 7. These RSUs were granted to the reporting person on February 23, 2021, subject to performance-based vesting conditions. The vesting of these RSUs was fully accelerated as of December 8, 2023, pursuant to the
- Separation Agreement. These RSUs have no expiration date 8. Pursuant to the Separation Agreement, the vesting of the RSUs granted to the reporting person on February 23, 2021, was fully accelerated and all of the shares underlying the award became vested as of December
- 8, 2023. The RSUs have no expiration date

Remarks:

Former Chief Technology Officer

/s/ Timothy C. Rodenberger, as Attorney-in-Fact

12/12/2023

** 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.

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