(Last)

(Street)

(City)

(Last)

MENLO PARK

**HEALY JAMES** 

(First)

CA

(State)

(First)

SOFINNOVA VENTURES, 3000 SAND HILL ROAD, 4-250

1. Name and Address of Reporting Person\*

(Middle)

94025

(Zip)

(Middle)

FORM 3

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

## INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF

OMB APPROVAL

OMB Number: 3235-0104
Estimated average burden

|   |  |   |   | •   | SECURITIES   |  |  | hours pe                                   | r response: 0.5 | 5 |
|---|--|---|---|---|--|--|--|--|-----------------|---|
|   |  |   |   |   | 16(a) of the Securities Exchange A<br>f the Investment Company Act of 19 |  |  |  |                 | _ |
| Sofinnova Venture Partners VIII,  |  | 2. Date of Event<br>Requiring Statement<br>(Month/Day/Year)<br>10/06/2015 |   | 3. Issuer Name and Ticker or Trading Symbol Aclaris Therapeutics, Inc. [ ACRS ]                             |  |  |  |  |                 |   |
| SOFINNOVA VEI   |  |   |   | (Check all applicable)  Director X 10% Owner  Officer (give title below)  Other (specify below)  6. In Appl |  | f Amendment, Date of Original Filed onth/Day/Year)  ndividual or Joint/Group Filing (Check |  |  |                 |   |
| (Street) MENLO PARK CA 94025  |  |   |   |   |  | Ap   | Form filed by One Reporting Person  X Reporting Person  Reporting Person |  |                 |   |
| (City) (Sta   | ate) (Zip)   |   |   |   |  |  |  |  |                 |   |
|   |  | 1   | Гable I - No                              | n-Deriva  | tive Securities Beneficiall  | y Owned  |  |  |                 |   |
| 1. Title of Security (Instr. 4)   |  |   |   | 2. Amount of Securities<br>Beneficially Owned (Instr. 4)  | 3. Ownersh<br>Form: Direct<br>or Indirect (<br>(Instr. 5)                | ct (D) (Ins  | ature of Indirect<br>tr. 5)  | ure of Indirect Beneficial Ownership<br>5) |                 |   |
|   |  | (e.   |   |   | ve Securities Beneficially (<br>ants, options, convertible               |  | s)   |  |                 |   |
| 1. Title of Derivative Security (Instr. 4)  2. Date Exel Expiration I (Month/Day)  Date Exercisable |  | ate   | Underlying Derivative Security (Instr. 4) |   | 4.<br>Conversio<br>or Exercis  | e Form:  | 6. Nature of Indirect<br>Beneficial Ownership<br>(Instr. 5)              |  |                 |   |
|   |  | Date<br>Exercisable   | Expiration<br>Date                        | n Title   | Amount<br>or<br>Number<br>of<br>Shares                                   | Price of<br>Derivative<br>Security   | Direct (D)<br>or Indirect<br>(I) (Instr. 5)                              |  |                 |   |
| Series A Preferred  | Stock  |   | (1)                                       | (1)   | Common Stock   | 579,710  | (1)  | D <sup>(2)</sup>                           |                 |   |
| Series B Preferred Stock  |  |   | (3)                                       | (3)   | Common Stock   | 702,678  | (3)  | <b>D</b> <sup>(2)</sup>                    |                 |   |
| Series C Preferred  | Stock  |   | (4)                                       | (4)   | Common Stock   | 598,002  | (4)  | <b>D</b> <sup>(2)</sup>                    |                 |   |
| 1. Name and Address Sofinnova Vent (Last) SOFINNOVA VE  | (First)  | I, L.P.   | 1   | -   |  |  |  |  |                 |   |
| SAND HILL ROA   | AD, 4-250  |   |   | _   |  |  |  |  |                 |   |
| (Street) MENLO PARK   | CA   | 94025   |   | _   |  |  |  |  |                 |   |
| (City)  | (State)  | (Zip)   |   |   |  |  |  |  |                 |   |
| Name and Address     Sofinnova Man  | of Reporting Person <sup>*</sup><br>nagement VIII, L | .L.C.   |   |   |  |  |  |  |                 |   |

| SAND HILL ROA                      | AD, 4-250    |          |
|------------------------------------|--------------|----------|
| (Street) MENLO PARK                | CA           | 94025    |
| (City)                             | (State)      | (Zip)    |
| 1. Name and Address  AKKARAJU S    |              |          |
| (Last) SOFINNOVA VE. SAND HILL ROA |              | (Middle) |
| (Street) MENLO PARK                | CA           | 94025    |
| (City)                             | (State)      | (Zip)    |
| 1. Name and Address POWELL MIC     |              |          |
| (Last)                             | (First)      | (Middle) |
| SOFINNOVA VE                       | NTURES, 3000 |          |
| SAND HILL ROA                      | AD, 4-250    |          |
| (Street) MENLO PARK                | CA           | 94025    |
| (City)                             | (State)      | (Zip)    |

SOFINNOVA VENTURES, 3000

## **Explanation of Responses:**

- 1. Each share of the Series A Preferred Stock is convertible, at any time, at the holder's election, into 0.289855 shares of the Issuer's common stock. In addition, effective immediately prior to the closing of the Issuer's initial public offering of its common stock, each share of Series A Preferred Stock will automatically convert into 0.289855 shares of the Issuer's common stock. The Series A Preferred Stock has no expiration date.
- 2. The shares are held of record by Sofinnova Venture Partners VIII, L.P. ("SVP VIII"). Sofinnova Management VIII, L.L.C. ("SM VIII") is the general partner of SVP VIII. The individual managing members of SVP VIII are Michael Powell, James Healy, Srinivas Akkaraju and Anand Mehra, and they may be deemed to share voting and dispositive power over the shares held by SVP VIII. Such persons and entities disclaim beneficial ownership over the shares held by SVP VIII except to the extent of any pecuniary interest therein.
- 3. Each share of the Series B Preferred Stock is convertible, at any time, at the holder's election, into 0.289855 shares of the Issuer's common stock. In addition, effective immediately prior to the closing of the Issuer's initial public offering of its common stock, each share of Series B Preferred Stock will automatically convert into 0.289855 shares of the Issuer's common stock. The Series B Preferred Stock has no expiration date.
- 4. Each share of the Series C Preferred Stock is convertible, at any time, at the holder's election, into 0.289855 shares of the Issuer's common stock. In addition, effective immediately prior to the closing of the Issuer's initial public offering of its common stock, each share of Series C Preferred Stock will automatically convert into 0.289855 shares of the Issuer's common stock. The Series C Preferred Stock has no expiration date.

## Remarks:

| /s/ Nathalie Auber, Attorney-        |            |
|--------------------------------------|------------|
| in-Fact for Sofinnova Venture        | 10/06/2015 |
| Partners VIII, L.P.                  |            |
| /s/ Nathalie Auber, Attorney-        |            |
| in-Fact for Sofinnova                | 10/06/2015 |
| Management VIII, L.L.C.              |            |
| /s/ Nathalie Auber, Attorney-        | 10/06/2015 |
| <u>in-Fact for James Healy</u>       | 10/00/2013 |
| /s/ Nathalie Auber, Attorney-        | 10/06/2015 |
| <u>in-Fact for Srinivas Akkaraju</u> | 10/00/2013 |
| /s/ Nathalie Auber, Attorney-        | 10/06/2015 |
| in-Fact for Michael Powell           | 10/00/2015 |
| ** Signature of Reporting Person     | Date       |

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

- $^{\star}$  If the form is filed by more than one reporting person, see Instruction 5 (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.