

OMB APPROVAL	
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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

1. Name and Address of Reporting Person* <u>Ahmad Shahrab</u>			2. Issuer Name and Ticker or Trading Symbol <u>Atlantic Coastal Acquisition Corp. II [ACAB]</u>			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) Chairman and CEO		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 04/18/2023					
49 CATHCART ROAD			4. If Amendment, Date of Original Filed (Month/Day/Year)			6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person		
(Street)								
LONDON	X0	SW10 9JE						
(City)	(State)	(Zip)	Rule 10b5-1(c) Transaction Indication <input type="checkbox"/> Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.					

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			
Series A Common Stock, par value \$0.0001 per share	04/18/2023		M ⁽¹⁾		7,199,999	A	(1)	7,199,999	I	See Footnote ⁽²⁾

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 Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date					
Series B Common Stock, par value \$0.0001 per share	(3)	04/18/2023		M ⁽¹⁾		7,199,999		(3)	(3)	Series A Common Stock, par value \$0.0001 per share	(3)	1	I	See Footnote ⁽²⁾

1. Name and Address of Reporting Person* <u>Ahmad Shahrab</u>		
(Last)	(First)	(Middle)
49 CATHCART ROAD		
(Street)		
LONDON	X0	SW10 9JE
(City)	(State)	(Zip)
1. Name and Address of Reporting Person* <u>Atlantic Coastal Acquisition Management II LLC</u>		
(Last)	(First)	(Middle)
6 ST JOHNS LANE, FLOOR 5		
(Street)		
NEW YORK	NY	10013
(City)	(State)	(Zip)

Explanation of Responses:

- On April 18, 2023 the Reporting Person elected to exercise their right to convert 7,199,999 shares of Series B Common Stock into 7,199,999 shares of Series A Common Stock.
- Atlantic Coastal Acquisition Management II LLC is the record holder of the securities reported herein. Shahrab Ahmad is the managing member of Atlantic Coastal Acquisition Management II LLC and has sole voting and investment discretion with respect to the securities held of record by Atlantic Coastal Acquisition Management II LLC. Mr. Ahmad disclaims any beneficial ownership of the securities held by Atlantic Coastal Acquisition Management II LLC.
- The Series B Common Stock are convertible into the Issuer's Series A Common Stock on a one-for-one basis, subject to adjustment pursuant to certain anti-dilution rights, as described under the heading "Description of Securities-Common Stock" in the Issuer's registration statement on Form S-1 (File No. 333-261459) and the Issuer's DEF 14A filed March 20th, 2023 and have no expiration date.

Remarks:

By: Atlantic Coastal Acquisition 04/19/2023
Management II LLC, /s/

Shahraab Ahmad, Managing
Member

By: /s/ Shahraab Ahmad

04/19/2023

** 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.

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.