

OMB APPROVAL	
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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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* <u>Ahmad Shahaab</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) Other (specify below) Chairman and CEO		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) <u>01/19/2022</u>			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		
FLAT 3, 2 - 14 PRINCE OF WALES TERRACE			4. If Amendment, Date of Original Filed (Month/Day/Year)					
(Street) LONDON X0 W8 5PE								
(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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			

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						Title
Series B Common Stock, par value \$0.0001 per share	(1)	01/19/2022		j ⁽³⁾		50,000		(1)	(1)	Series A Common Stock, par value \$0.0001 per share	50,000	\$0.00 ⁽¹⁾	7,203,750	I	See Footnote ⁽²⁾
Series B Common Stock, par value \$0.0001 per share	(1)	01/19/2022		j ⁽⁴⁾		3,750		(1)	(1)	Series A Common Stock, par value \$0.0001 per share	3,750	\$0.00 ⁽¹⁾	7,200,000	I	See Footnote ⁽²⁾

1. Name and Address of Reporting Person* <u>Ahmad Shahaab</u>		
(Last)	(First)	(Middle)
FLAT 3, 2 - 14 PRINCE OF WALES TERRACE		
(Street) LONDON X0 W8 5PE		
(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:

- 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) (the "Registration Statement") and have no expiration date.
- Atlantic Coastal Acquisition Management II LLC is the record holder of the securities reported herein. Shahaab Ahmad is the sole and managing member of Atlantic Coastal Acquisition Management II LLC and shares 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.
- As contemplated in connection with services provided by Apeiron Investment Group ("Apeiron") as an advisor to the Issuer and as described in the Registration Statement, 50,000 shares of Series B common

stock were transferred by Atlantic Coastal Acquisition Management II LLC to Apeiron.

4. As contemplated in connection with the initial public offering of the Issuer, 3,750 shares of Series B common stock were returned by Atlantic Coastal Acquisition Management II LLC to the Issuer for no consideration and cancelled because the underwriters' over-allotment option was partially exercised and the remaining portion of the option would not be exercised by the underwriters.

Remarks:

By: /s/ Shahraab Ahmad,
Attorney-in-Fact for Atlantic
Coastal Acquisition
Management II LLC 01/19/2022

By: /s/ Shahraab Ahmad 01/19/2022
** 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.