

XTERA COMMUNICATIONS, INC.
 Form 4
 September 28, 2016

FORM 4

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

OMB APPROVAL

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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).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
 ARCH VENTURE FUND VI LP

2. Issuer Name and Ticker or Trading Symbol
 XTERA COMMUNICATIONS, INC. [XCOM]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
 8755 HIGGINS ROAD SUITE 1025
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
 09/27/2016

____ Director
 ____ Officer (give title below)
 10% Owner
 ____ Other (specify below)

CHICAGO, IL 60631

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 ____ Form filed by One Reporting Person
 Form filed by More than One Reporting Person

(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 Ownership (Instr. 4)
				(A) or (D)	Price		
				Code	V	Amount	

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

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SEC 1474 (9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security	2. Conversion or Exercise	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any	4. Transaction Code	5. Number of Derivative Securities	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)
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(Instr. 3)	Price of Derivative Security	(Month/Day/Year)	(Instr. 8)	Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount Number Shares
Warrants to Purchase Common Stock	\$ 0.61	09/27/2016	P	250,000					09/27/2016	09/27/2026	Common Stock	250,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
ARCH VENTURE FUND VI LP 8755 HIGGINS ROAD SUITE 1025 CHICAGO, IL 60631		X		
ARCH VENTURE PARTNERS VI LP 8755 W. HIGGINS ROAD, SUITE 1025 CHICAGO, IL 60631		X		
ARCH VENTURE PARTNERS VI LLC 8755 W. HIGGINS ROAD, SUITE 1025 CHICAGO, IL 60631		X		
CRANDELL KEITH 8755 W. HIGGINS ROAD, SUITE 1025 CHICAGO, IL 60631		X		
NELSEN ROBERT 8755 W. HIGGINS ROAD, SUITE 1025 CHICAGO, IL 60631		X		

Signatures

/s/ Mark McDonnell, as Attorney-in-Fact for Keith Crandell, Managing Director of the
general partner of the general partner of ARCH Fund VI 09/28/2016
__Signature of Reporting Person Date

/s/ Mark McDonnell, as Attorney-in-Fact for Keith Crandell, Managing Director of the
general partner of ARCH Partners VI 09/28/2016
__Signature of Reporting Person Date

/s/ Mark McDonnell, as Attorney-in-Fact for Keith Crandell, Managing Director of ARCH
VI LLC 09/29/2016
__Signature of Reporting Person Date

/s/ Mark McDonnell, as Attorney-in-Fact for Keith Crandell 09/28/2016
__Signature of Reporting Person Date

/s/ Mark McDonnell, as Attorney-in-Fact for Robert Nelsen

09/28/2016

____Signature of Reporting Person

Date

Explanation of Responses:

* 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).

(1) The Warrants reported on this Form 4 were issued by Xtera Communications, Inc. (the "Company") as part of a private placement of secured promissory notes (the "Notes"). Each purchaser of Notes received warrants to purchase one share of the Company's Common Stock for each \$1.00 of principal amount of Notes purchased

(2) The Warrants are held of record by ARCH Venture Fund VI, L.P. ("ARCH Fund VI"). The sole general partner of ARCH Fund VI is ARCH Venture Partners VI, L.P. ("ARCH Partners VI"), which may be deemed to beneficially own the shares held by ARCH Fund VI. The sole general partner of ARCH Partners VI is ARCH Venture Partners VI, LLC ("ARCH VI LLC"), which may be deemed to beneficially own the shares held by ARCH Fund VI. ARCH Partners VI and ARCH VI LLC disclaim beneficial ownership of such shares, except to the extent of any pecuniary interest therein. The managing directors of ARCH VI LLC are Clinton Bybee, Keith Crandell and Robert Nelsen, and as such they may be deemed to have shared voting and investment power over the shares held by ARCH Fund VI. Mr. Bybee is a member of the Company's board of directors. Messrs. Bybee, Crandell and Nelsen disclaim beneficial ownership of such shares, except to the extent of any pecuniary interest therein.

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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