

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

FORM 6-K

**REPORT OF FOREIGN PRIVATE ISSUER PURSUANT TO RULE 13a-16 OR 15d-16 UNDER THE
SECURITIES EXCHANGE ACT OF 1934**

For the month of February 2014.

Commission File Number: **001-35776**

Acasti Pharma Inc.

(Translation of registrant's name into English)

545 PROMENADE DU CENTROPOLIS, SUITE 100

LAVAL QUEBEC H7T 0A3

(Address of principal executive office)

Indicate by check mark whether the registrant files or will file annual reports under cover of Form 20-F or Form 40-F.

Form 20-F [] Form 40-F [x]

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(1): ____

Note: Regulation S-T Rule 101(b)(1) only permits the submission in paper of a Form 6-K if submitted solely to provide an attached annual report to security holders.

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(7): ____

Note: Regulation S-T Rule 101(b)(7) only permits the submission in paper of a Form 6-K if submitted to furnish a report or other document that the registrant foreign private issuer must furnish and make public under the laws of the jurisdiction in which the registrant is incorporated, domiciled or legally organized (the registrant's "home country"), or under the rules of the home country exchange on which the registrant's securities are traded, as long as the report or other document is not a press release, is not required to be and has not been distributed to the registrant's security holders, and, if discussing a material event, has already been the subject of a Form 6-K submission or other Commission filing on EDGAR.

On February 7, 2014 the Registrant issued a press release, a copy of which is attached hereto as Exhibit 99.1 and is incorporated herein by reference.

(c) Exhibit 99.1. Press release dated February 7, 2014

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

Acasti Pharma Inc.

(Registrant)

Date: February 7, 2014

/s/ HENRI HARLAND

Henri Harland
CEO

Acasti Announces Closing of CAD\$2.15 Million Private Placement

LAVAL, Quebec, Feb. 7, 2014 (GLOBE NEWSWIRE) -- Acasti Pharma Inc. (" **Acasti**" or the "**Corporation**") (Nasdaq:ACST) (TSX-V:APO), an emerging biopharmaceutical company focused on the research, development and commercialization of new krill oil-based forms of omega-3 phospholipid therapies for the treatment and prevention of certain cardiometabolic disorders, announced today the closing of a private placement of CAD\$2,150,000 of units of Acasti ("**Units**") at a price of CAD\$1.33 per Unit, each Unit consisting of one (1) Class A share ("**Common Share**") and one (1) Common Share purchase warrant ("**Warrant**") of Acasti (the "**Private Placement**"). Each Warrant will entitle the holder to purchase one Common Share ("**Warrant Share**") at an exercise price of CAD\$1.60 per Warrant Share, subject to adjustment, at any time until 5:00 p.m. (Montreal time) on December 3, 2018.

The Units were all issued to The Fiera Capital QSSP II Investment Fund Inc. (the "**Fund**") under the Quebec Stock Savings Plan II (the "**QSSP II**"), and could not be qualified under the QSSP II and subscribed for by the Fund under Acasti's public offering completed on December 3, 2013 (the "**Public Offering**"), due to particular requirements of the QSSP II. Except for the qualification of the shares issued to the Fund under the QSSP II, the terms of the Units issued under the Private Placement are substantially the same as those of the units issued as part of the Public Offering.

"Fiera Capital had previously manifested its interest in participating in the Public Offering deal, but was not able to subscribe for units due to QSSP II eligibility requirements," stated Xavier Harland, Chief Financial Officer at Acasti. "We are pleased to complete this financing with Fiera Capital, bringing our total gross equity raised proceeds, including those from the Public Offering, to approximately US\$25M," he added.

The securities issued under the Private Placement are subject to a 4 month hold period and the Private Placement remains subject to final approval of the TSX Venture Exchange. An agent's commission of 2.5% of the gross proceeds of the Private Placement was paid to Euro Pacific Canada Inc. Acasti intends to allocate the proceeds from the Private Placement for general corporate and working capital purposes.

About Acasti Pharma Inc.

Acasti is an emerging biopharmaceutical company focused on the research, development and commercialization of new krill oil-based forms of omega-3 phospholipid therapies for the treatment and prevention of certain cardiometabolic disorders, in particular abnormalities in blood lipids, also known as dyslipidemia. Because krill feeds on phytoplankton (diatoms and dinoflagellates), it is a major source of phospholipids and polyunsaturated fatty acids ("**PUFAs**"), mainly eicosapentaenoic acid ("**EPA**") and docosahexaenoic acid ("**DHA**"), which are two types of omega-3 fatty acids well known to be beneficial for human health. CaPre®, currently Acasti's only prescription drug candidate, is a highly purified omega-3 phospholipid concentrate derived from krill oil and is being developed to help prevent and treat hypertriglyceridemia, which is a condition characterized by abnormally high levels of triglycerides in the bloodstream. ONEMIA®, a medical food and currently Acasti's only commercialized product, is a purified omega-3 phospholipid concentrate derived from krill oil with lower levels of phospholipids, EPA and DHA content than CaPre®.

Neither NASDAQ, the TSX Venture Exchange nor its Regulation Services Provider (as that term is defined in the policies of the TSX Venture Exchange) accepts responsibility for the adequacy or accuracy of this release.

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