SEC Form 4

FORM 4

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

OMB APPROVAL

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o longer subject	STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP	
m 4 or Form 5 ontinue. See		

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	ess of Reporting Pers	son*	2. Issuer Name and Ticker or Trading Symbol Kala Pharmaceuticals, Inc. [KALA]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
Rosen Howa	<u>ra B</u>				Director	10% Owner			
P				-	Officer (give title	Other (specify			
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 06/25/2020		below)	below)			
C/O KALA PH	ARMACEUTICA	LS, INC.	00/20/2020						
400 ADSENAL	WAY SUITE 12	0							
490 ARSENAL WAY, SUITE 120			4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line)					
(Street) WATERTOWN MA 02472				X	Form filed by One Reporting Person				
					Form filed by More that Person	an One Reporting			
(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)					5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Ownership
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(Instr. 4)
Common Stock ⁽¹⁾	06/25/2020		A		20,000	A	\$ <mark>0</mark>	24,824 ⁽²⁾	D	
Common Stock								8,240	Ι	See Footnote ⁽³⁾

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. Transa Code (8)			vative rities nired r osed) r. 3, 4	6. Date Exercisable and Expiration Date (Month/Day/Year)		A 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)	Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Expiration Exercisable Date		Title	Amount or Number of Shares				

Explanation of Responses:

1. Grant of restricted stock units ("RSUs") under the Issuer's 2017 Equity Incentive Plan. Each RSU represents a contingent right to receive one share of the Issuer's common stock. Subject to the reporting person's continued service with the Issuer, the RSUs will vest as to 100% of the shares underlying the RSUs on the earlier of (i) June 25, 2021 or (ii) the date of the first annual meeting following June 25, 2020.

2. Includes 20,000 unvested RSUs.

3. These shares are owned directly by the Rosen/Doherty Revocable Trust Dated 6/11/01 (the "Trust"), and indirectly by Mr. Rosen as co-trustee of the Trust.

/s/ Mary Reumuth, Attorney-	06/29/2020
in-Fact	00/23/2020

** 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.

Check this box if r to Section 16. For obligations may co Instruction 1(b).