

**INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES**

OMB APPROVAL	
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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>McDermott Charles Douglas</u>  (Last) (First) (Middle) C/O KALA PHARMACEUTICALS, INC. 100 BEAVER STREET, SUITE 201  (Street) WALTHAM MA 02453  (City) (State) (Zip)	2. Date of Event Requiring Statement (Month/Day/Year) 07/19/2017	3. Issuer Name and Ticker or Trading Symbol <u>Kala Pharmaceuticals, Inc. [ KALA ]</u>	
		4. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director <input checked="" type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>President and Chief Bus. Off.</u>	5. If Amendment, Date of Original Filed (Month/Day/Year) 07/19/2017  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

**Table I - Non-Derivative Securities Beneficially Owned**

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
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**Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of Derivative Security	5. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date				
Stock Option (right to buy)	(1)(2)	06/14/2023	Common Stock	24,000	0.68	D
Stock Option (right to buy)	(1)(3)	06/03/2018	Common Stock	62,056	2.3	D

**Explanation of Responses:**

- This form amends a Form 3 previously filed for the Reporting Person on July 19, 2017 to correct the description of the vesting schedule of stock options reported herein.
- This option was granted on June 14, 2013, and vests as to 100% of the shares underlying the option: (A) immediately prior to the closing of a change of control with aggregate consideration of greater than \$300,000,000 or (B) following the Issuer's initial public offering with a resulting market capitalization of over \$300,000,000 following the date of the expiration of market stand-off agreements executed in connection with the Issuer's initial public offering. This option will expire without vesting if neither condition occurs prior to June 3, 2018.
- This option was granted on October 2, 2014, and vests as follows: either (A) upon a change of control with aggregate consideration (i) in excess of \$400 million, with respect to 100% of the shares underlying the option, (ii) from \$300 million to \$400 million, with respect to 66.667% of the shares underlying the option or (iii) from \$250 million to \$300 million, with respect to 33.333% of the shares underlying the option or (B) following the Issuer's initial public offering with a resulting market capitalization following the expiration of market stand-off agreements executed in connection with such offering (i) in excess of \$400 million, with respect to 100% of the shares underlying the option, (ii) from \$300 million to \$400 million, with respect to 66.667% of the shares underlying the option or (iii) from \$250 million to \$300 million, with respect to 33.333% of the shares underlying the option. This option will expire without vesting if neither condition occurs before June 3, 2018.

/s/ Mary Reumuth, Attorney-in-Fact 07/21/2017

\*\* 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 5 (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.