SEC Form 4

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL

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obligations may continue. See Instruction 1(b).	Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934	hours per response:			
	or Section 30(h) of the Investment Company Act of 1940		E		
1. Name and Address of Reporting Person [*] Rosen Howard B	2. Issuer Name and Ticker or Trading Symbol <u>Kala Pharmaceuticals, Inc.</u> [KALA]	(Check all applical X Director	10% Owr	ner	
(Last) (First) (Middle) C/O KALA PHARMACEUTICALS, INC.	3. Date of Earliest Transaction (Month/Day/Year) 06/17/2021	- Officer (g below)	ive title Other (sp below)	Decity	
490 ARSENAL WAY, SUITE 120	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joi Line)	int/Group Filing (Check Applicable		
(Street)		X Form file	d by One Reporting Persor	ı	
WATERTOWN MA 02472		Form file Person	d by More than One Repor	ting	
(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	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership
			Code	v	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)		(Instr. 4)
Common Stock ⁽¹⁾	06/17/2021		A		20,000	Α	\$ <mark>0</mark>	44 , 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)		of I		6. Date Exerc Expiration Da (Month/Day/Y	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)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	v	(A)	(D)	Date Exercisable	Expiration 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 17, 2022 or (ii) the date of the first annual meeting following June 17, 2021.

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-

06/18/2021

** Signature of Reporting Person Date

in-Fact

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 no longer subject to Section 16. Form 4 or Form 5 Г