

<b>OMB APPROVAL</b>	
OMB Number:	3235-0104
Estimated average burden hours per response:	0.5

**INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES**

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>Hatteras Venture Advisors III, LLC</u>  (Last) (First) (Middle) 280 S. MANGUM ST., SUITE 350  (Street) DURHAM NC 27701  (City) (State) (Zip)	2. Date of Event Requiring Statement (Month/Day/Year) 06/01/2016	3. Issuer Name and Ticker or Trading Symbol <u>Clearside Biomedical, Inc. [ CLSD ]</u>	
		4. Relationship of Reporting Person(s) to Issuer (Check all applicable)  Director <input checked="" type="checkbox"/> 10% Owner Officer (give title below) Other (specify below)	5. If Amendment, Date of Original Filed (Month/Day/Year)  6. Individual or Joint/Group Filing (Check Applicable Line)  <input type="checkbox"/> Form filed by One Reporting Person <input checked="" 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)
Common Stock	56,023 <sup>(1)</sup>	I	See Footnotes <sup>(2)(3)</sup>

**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	Title	Amount or Number of Shares			
Series A Preferred Stock	(4)	(4)	Common Stock	925,411 <sup>(5)</sup>	(4)	I	See Footnotes <sup>(2)(6)</sup>
Series A-1 Preferred Stock	(7)	(7)	Common Stock	313,357 <sup>(5)</sup>	(7)	I	See Footnotes <sup>(2)(8)</sup>
Series B Preferred Stock	(9)	(9)	Common Stock	196,790 <sup>(5)</sup>	(9)	I	See Footnotes <sup>(2)(10)</sup>
Series C Preferred Stock	(11)	(11)	Common Stock	162,661 <sup>(5)</sup>	(11)	I	See Footnotes <sup>(2)(12)</sup>
Warrant to Purchase Common Stock (right to buy)	04/28/2014	(13)	Common Stock	19,900 <sup>(14)</sup>	0.022 <sup>(14)</sup>	I	By Hatteras Venture Partners III, LP <sup>(2)(15)</sup>
Warrant to Purchase Common Stock (right to buy)	04/28/2014	(13)	Common Stock	1,805 <sup>(14)</sup>	0.022 <sup>(14)</sup>	I	By Hatteras Venture Affiliates III, LP <sup>(2)(16)</sup>

1. Name and Address of Reporting Person* <u>Hatteras Venture Advisors III, LLC</u>  (Last) (First) (Middle) 280 S. MANGUM ST., SUITE 350  (Street) DURHAM NC 27701  (City) (State) (Zip)		
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1. Name and Address of Reporting Person\*

[Hatteras Ventures Partners III LP](#)

(Last) (First) (Middle)

C/O HATTERAS VENTURES  
280 S. MANGUM ST., SUITE 350

(Street)

DURHAM NC 27701

(City) (State) (Zip)

1. Name and Address of Reporting Person\*

[Hatteras Venture Affiliates III Lp](#)

(Last) (First) (Middle)

C/O HATTERAS VENTURES  
280 S. MANGUM ST., SUITE 350

(Street)

DURHAM NC 27701

(City) (State) (Zip)

1. Name and Address of Reporting Person\*

[Crumpler John](#)

(Last) (First) (Middle)

C/O HATTERAS VENTURES  
280 S. MANGUM ST., SUITE 350

(Street)

DURHAM NC 27701

(City) (State) (Zip)

1. Name and Address of Reporting Person\*

[Reed Douglas MD](#)

(Last) (First) (Middle)

C/O HATTERAS VENTURES  
280 S. MANGUM ST., SUITE 350

(Street)

DURHAM NC 27701

(City) (State) (Zip)

1. Name and Address of Reporting Person\*

[LEE KENNETH B JR](#)

(Last) (First) (Middle)

C/O HATTERAS VENTURES  
280 S. MANGUM ST., SUITE 350

(Street)

DURHAM NC 27701

(City) (State) (Zip)

1. Name and Address of Reporting Person*		
<a href="#">INGRAM ROBERT ALEXANDER</a>		
(Last)	(First)	(Middle)
<a href="#">C/O HATTERAS VENTURES</a>		
<a href="#">280 S. MANGUM ST., SUITE 350</a>		
(Street)		
<a href="#">DURHAM</a>	<a href="#">NC</a>	<a href="#">27701</a>
(City) (State) (Zip)		
1. Name and Address of Reporting Person*		
<a href="#">Thorp Clay</a>		
(Last)	(First)	(Middle)
<a href="#">C/O HATTERAS VENTURES</a>		
<a href="#">280 S. MANGUM ST., SUITE 350</a>		
(Street)		
<a href="#">DURHAM</a>	<a href="#">NC</a>	<a href="#">27701</a>
(City) (State) (Zip)		

**Explanation of Responses:**

- The number of shares of common stock reflects a 1-for-2.2 reverse stock split of the Issuer's common stock effected on May 11, 2016.
- The reportable securities are owned directly by Hatteras Venture Partners III, LP ("HVP") and Hatteras Venture Affiliates III, LP ("HVA"). Hatteras Venture Advisors III, LLC is the general partner of HVP and HVA (the "GP"). The shares directly held by HVP and HVA are indirectly held by the individual managing members of GP (each, a "GP Managing Member" and collectively, the "GP Managing Members"). The GP Managing Members are John Crumpler, Clay Thorp, Ken Lee, Douglas Reed and Robert Ingram. The GP Managing Members may share voting and dispositive power over the securities directly held by HVP and HVA. Each GP Managing Member disclaims beneficial ownership of these securities and this report is not an admission that any GP Managing Member is a beneficial owner of such securities for purposes of Section 16 or for any other purpose, except to the extent of his pecuniary interest therein.
- HVP holds 51,363 shares and HVA holds 4,660 shares of the Issuer's common stock directly.
- Each share of the Series A Preferred Stock is convertible, at any time, at the holder's election, into 0.454545 shares of the Issuer's common stock. In addition, effective immediately prior to the closing of the Issuer's initial public offering of its common stock, each share of Series A Preferred Stock will automatically convert into 0.454545 shares of the Issuer's common stock. The Series A Preferred Stock has no expiration date.
- The number of underlying shares of common stock reflects a 1-for-2.2 reverse stock split of the Issuer's common stock effected on May 11, 2016.
- HVP holds 1,866,418 shares and HVA holds 169,489 shares of the Issuer's Series A Preferred Stock directly.
- Each share of the Series A-1 Preferred Stock is convertible, at any time, at the holder's election, into 0.454545 shares of the Issuer's common stock. In addition, effective immediately prior to the closing of the Issuer's initial public offering of its common stock, each share of Series A-1 Preferred Stock will automatically convert into 0.454545 shares of the Issuer's common stock. The Series A-1 Preferred Stock has no expiration date.
- HVP holds 631,997 shares and HVA holds 57,391 shares of the Issuer's Series A-1 Preferred Stock directly.
- Each share of the Series B Preferred Stock is convertible, at any time, at the holder's election, into 0.454545 shares of the Issuer's common stock. In addition, effective immediately prior to the closing of the Issuer's initial public offering of its common stock, each share of Series B Preferred Stock will automatically convert into 0.454545 shares of the Issuer's common stock. The Series B Preferred Stock has no expiration date.
- HVP holds 396,920 shares and HVA holds 36,020 shares of the Issuer's Series B Preferred Stock directly.
- Each share of the Series C Preferred Stock is convertible, at any time, at the holder's election, into 0.454545 shares of the Issuer's common stock. The terms of the Series C Preferred Stock provide that the ratio at which each share of such series converts into shares of the Issuer's common stock will increase if the offering price for the Issuer's initial public offering of common stock is below \$8.34 per share. Based upon the anticipated initial public offering price of \$7.00 per share, each share of Series C Preferred Stock will convert into approximately 0.4814 shares of the Issuer's common stock immediately prior to the closing of the offering. The Series C Preferred Stock has no expiration date.
- HVP holds 309,768 shares and HVA holds 28,130 shares of the Issuer's Series C Preferred Stock directly.
- This warrant expires upon an initial public offering of the Issuer's securities.
- The number of underlying shares of common stock and the exercise price reported reflect a 1-for-2.2 reverse stock split of the Issuer's common stock effected on May 11, 2016.
- The reportable securities are owned directly by HVP.
- The reportable securities are owned directly by HVA.

**Remarks:**

[/s/ Brian F. Leaf, Attorney-in-Fact for Hatteras Venture Advisors III, LLC](#) 06/01/2016

[/s/ Brian F. Leaf, Attorney-in-Fact for Hatteras Venture Advisors III, LLC, the general partner of Hatteras Venture Partners III, LP](#) 06/01/2016

[/s/ Brian F. Leaf, Attorney-in-Fact for Hatteras Venture Advisors III, LLC, the general partner of Hatteras Venture Affiliates III, LP](#) 06/01/2016

[/s/ Brian F. Leaf, Attorney-in-Fact for John Crumpler](#) 06/01/2016

/s/ Brian F. Leaf, Attorney-in-Fact for Douglas Reed 06/01/2016

/s/ Brian F. Leaf, Attorney-in-Fact for Kenneth Lee 06/01/2016

/s/ Brian F. Leaf, Attorney-in-Fact for Robert Ingram 06/01/2016

/s/ Brian F. Leaf, Attorney-in-Fact for Clay Thorp 06/01/2016

\*\* 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.**

POWER OF ATTORNEY

(For Executing Form ID and Forms 3, 4 and 5)

Know all by these presents, that the undersigned hereby constitutes and appoints each of Brent B. Siler, Darren K. DeStefano, Brian F. Leaf, Mark Ballantyne, Katie Kazem and Jennifer Don of Cooley LLP, and Daniel H. White and Charles A. Deignan of Clearside Biomedical, Inc. (the "Company"), the undersigned's true and lawful attorneys-in-fact and agents to:

(1) Prepare, execute in the undersigned's name and on the undersigned's behalf, and submit to the Securities and Exchange Commission (the "SEC") a Form ID, Uniform Application for Access Codes to File on EDGAR, including amendments thereto, and any other documents necessary or appropriate to obtain codes and passwords enabling the undersigned to make electronic filings with the SEC of reports required by Section 16(a) of the Securities Exchange Act of 1934, as amended (the "Exchange Act"), or any rule or regulation thereunder;

(2) Prepare, execute in the undersigned's name and on the undersigned's behalf, and submit to the SEC Forms 3, 4 and 5 (including amendments thereto and joint filing agreements in connection therewith) in accordance with Section 16(a) of the Exchange Act and the rules thereunder in the undersigned's capacity as an officer, director or beneficial owner of more than 10% of a registered class of securities of the Company;

(3) Do and perform any and all acts for and on behalf of the undersigned that may be necessary or desirable to prepare and execute any such Form 3, 4 or 5 (including amendments thereto and joint filing agreements in connection therewith) and file such forms with the SEC and any stock exchange, self-regulatory association or any similar authority; and

(4) Take any other action of any type whatsoever in connection with the foregoing that, in the opinion of such attorney-in-fact, may be of benefit to, in the best interest of, or legally required of the undersigned, it being understood that the documents executed by the attorney-in-fact on behalf of the undersigned pursuant to this Power of Attorney shall be in such form and shall contain such terms and conditions as the attorney-in-fact may approve in the attorney-in-fact's discretion.

The undersigned hereby grants to each such attorney in fact full power and authority to do and perform any and every act and thing whatsoever requisite, necessary, or proper to be done in the exercise of any of the rights and powers herein granted, as fully to all intents and purposes as the undersigned might or could do if personally present, with full power of substitution or revocation, hereby ratifying and confirming all that such attorney in fact, or such attorney in fact's substitute or substitutes, shall lawfully do or cause to be done by virtue of this power of attorney and the rights and powers herein granted. The undersigned acknowledges that the foregoing attorneys-in-fact, and their substitutes, in serving in such capacity at the request of the undersigned, are not assuming (nor is the Company assuming) any of the undersigned's responsibilities to comply with Section 16 of the Exchange Act.

This Power of Attorney shall remain in full force and effect until the earliest to occur of (a) the undersigned is no longer required to file Forms 3, 4 and 5 with respect to the undersigned's holdings of and transactions in securities issued by the Company, (b) revocation by the undersigned in a signed writing delivered to the Company and the foregoing attorneys-in fact or (c) as to any attorney-in-fact individually, until such attorney-in-fact is no longer employed by the Company or Cooley LLP, as applicable.

IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of the date written below.

Hatteras Venture Advisors III, LLC  
By: /s/ John Crumpler  
Name: John Crumpler  
Title: Manager  
Date: 5-19-16

Hatteras Venture Partners III, LP  
By: /s/ John Crumpler  
Name: John Crumpler  
Title: Manager, GP  
Date: 5-12-16

Hatteras Venture Affiliates III, LP  
By: /s/ John Crumpler  
Name: John Crumpler  
Title: Manager, GP  
Date: 5-12-16

/s/ John Crumpler  
John Crumpler  
Date: 5-19-16

/s/ Douglas Reed  
Douglas Reed  
Date: 5-19-16

/s/ Kenneth Lee  
Kenneth Lee  
Date: 5-19-16

/s/ Robert Ingram  
Robert Ingram  
Date: 5-19-16

/s/ Clay Thorp  
Clay Thorp  
Date: 5-9-16