

<b>OMB APPROVAL</b>	
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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

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>Cagle Gerald D.</u>  (Last) (First) (Middle) <u>C/O CLEARSIDE BIOMEDICAL, INC.</u> <u>1220 OLD ALPHARETTA ROAD, SUITE 300</u>  (Street) <u>ALPHARETTA GA 30005</u>  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>Clearside Biomedical, Inc. [ CLSD ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner <input type="checkbox"/> Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) <u>06/07/2016</u>	
4. If Amendment, Date of Original Filed (Month/Day/Year)		

**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)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	06/07/2016		C		4,261 <sup>(1)</sup>	A	(2)	5,473	D	
Common Stock	06/07/2016		X		470	A	\$0.022	5,943	D	
Common Stock	06/07/2016		S <sup>(3)</sup>		2	D	\$7	5,941	D	

**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. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		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)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date					
Series B Preferred Stock	(2)	06/07/2016		C		9,375		(2)	(2)	Common Stock	4,261	0	D	
Warrant to Purchase Common Stock (right to buy)	\$0.022	06/07/2016		X		470		04/28/2014	(4)	Common Stock	470	0	D	

**Explanation of Responses:**

- Represents shares received upon conversion of shares of Series B Preferred Stock.
- Effective immediately prior to the closing of the Issuer's initial public offering of its common stock, each share of Series B Preferred Stock automatically converted into 0.454545 shares of the Issuer's common stock. The Series B Preferred Stock had no expiration date.
- On June 7, 2016, the reporting person exercised a warrant to purchase 470 shares of Issuer's common stock for \$0.022 per share. The reporting person paid the exercise price on a cashless basis, resulting in the issuer's withholding of 2 of the warrant shares to pay the exercise price and issuing to the reporting person the remaining 468 shares.
- This warrant would have expired upon the closing of the Issuer's initial public offering.

**Remarks:**

/s/ Brian F. Leaf, Attorney-in-Fact 06/07/2016

\*\* 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 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.

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