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

FORM 8-K

CURRENT REPORT
Pursuant to Section 13 or 15(d)
of the Securities Exchange Act of 1934

Date of Report (Date of Earliest Event Reported): August 12, 2015

Inotek Pharmaceuticals Corporation

(Exact name of registrant as specified in its charter)

DELAWARE
(State or other jurisdiction
of incorporation)

003-206027
(Commission
File Number)

04-3475813
(I.R.S. Employer
Identification No.)

131 Hartwell Avenue, Suite 105
Lexington, MA
(Address of principal executive offices)

02421
(Zip Code)

Registrant's telephone number, including area code (781) 676-2100

Not Applicable
(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
 - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
 - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
 - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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Item 8.01 Other Events.

On August 12, 2015, the Company issued a press release announcing the Offering and announcing the pricing of the Offering. A copy of this press releases is attached hereto as Exhibit 99.1 and is incorporated herein by reference.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits

<u>Exhibit No.</u>	<u>Description</u>
99.1	Press release issued by Inotek Pharmaceuticals Corporation on August 12, 2015.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Date: August 14, 2015

INOTEK PHARMACEUTICALS CORPORATION

By: /s/ Dale Ritter

Dale Ritter

Vice President—Finance

EXHIBIT INDEX

**Exhibit
No.**

Description

99.1 Press release issued by Inotek Pharmaceuticals Corporation on August 12, 2015.



Inotek Pharmaceuticals Corporation Announces Pricing of \$68.9 Million Public Offering

Lexington, MA – August 12, 2015 – Inotek Pharmaceuticals Corporation (NASDAQ: ITEK) (the “Company” or “Inotek”), a clinical stage biopharmaceutical company focused on the discovery, development and commercialization of therapies for ocular diseases, today announced the pricing of its public offering of 5,400,000 shares of its common stock at a public offering price of \$12.75 per share, before underwriting discounts. In addition, Inotek has granted the underwriters a 30-day option to purchase up to an additional 810,000 shares of common stock. The offering is expected to close on or about August 18, 2015, subject to satisfaction of customary closing conditions.

Cowen and Company, Piper Jaffray & Co. and Nomura Securities International, Inc. are acting as joint book-running managers for the offering.

The offering is being made pursuant to a registration statement on Form S-1 declared effective by the Securities and Exchange Commission (the “SEC”) on August 12, 2015, as supplemented by a 462(b) registration statement filed on August 12, 2015. Before you invest, you should read the prospectus in that registration statement for more complete information about the Company and such offering. This press release shall not constitute an offer to sell or a solicitation of an offer to buy and there shall not be any sale of such securities in any state or jurisdiction in which such an offer, solicitation or sale would be unlawful prior to the registration or qualification under the securities laws of any such state or jurisdiction.

The registration statement is available for free by visiting the SEC’s website at www.sec.gov. Copies of the registration statement may also be obtained from Cowen and Company c/o Broadridge Financial Services, Attention: Prospectus Department, 1155 Long Island Avenue, Edgewood, NY 11717, by calling (631) 274-2806, or by fax (631) 254-7140; Piper Jaffray & Co., Attention: Prospectus Department, 800 Nicollet Mall, J12S03, Minneapolis, MN 55402, by calling (800) 747-3924, or by emailing prospectus@pjc.com; or Nomura Securities International, Inc., Attention: ECM Syndicate Department, 5th floor, 309 West 49th Street, New York, New York 10019, by telephone at (212) 667-9000, or by email at equitysyndicateamericas@nomura.com.

About Inotek Pharmaceuticals Corporation

Inotek Pharmaceuticals is a clinical-stage biopharmaceutical company focused on the discovery, development and commercialization of therapies for glaucoma and other eye diseases. The Company’s lead product candidate, *trabodenson*, is a first-in-class selective adenosine mimetic developed in Inotek’s laboratories designed to restore the eye’s natural pressure control mechanism. The development of

trabodenoson monotherapy delivered in a once-daily eye drop formulation will be followed by a fixed-dose combination of *trabodenoson* with *latanoprost*. Additionally, the Company is evaluating the potential for selective adenosine mimetics to address optic neuropathies and other degenerative retinal diseases.

Forward-Looking Statements

This press release contains forward-looking statements, which are subject to substantial risks, uncertainties and assumptions, including with respect to the closing of the securities offering described herein. You should not place reliance on these statements often include words such as “believe,” “expect,” “anticipate,” “intend,” “plan,” “estimate,” “seek,” “will,” “may” or similar expressions. Although the Company believes that the expectations reflected in the forward-looking statements are reasonable, the Company cannot guarantee such outcomes. Accordingly, you should not place undue reliance on these forward-looking statements. All such statements speak only as of the date made, and the Company undertakes no obligation to update or revise publicly any forward-looking statements, whether as a result of new information, future events or otherwise.

Inotek Contact:

Claudine Prowse, Ph.D.
Vice President, Strategy and Investor Relations Officer
cprowse@inotekpharma.com
781.552.4305

Media Contact:

Karen Sharma
ksharma@macbiocom.com
781.235.3060