



DIVISION OF  
CORPORATION FINANCE

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

December 1, 2021

Joseph C. Papa  
Chief Executive Officer  
Bausch + Lomb Corporation  
520 Applewood Crescent  
Vaughan, Ontario, Canada L4K 4B4

**Re: Bausch + Lomb Corporation  
Amendment No. 3 to  
Draft Registration Statement on Form S-1  
Submitted November 19, 2021  
CIK No. 0001860742**

Dear Mr. Papa:

We have reviewed your amended draft registration statement and have the following comments. In some of our comments, we may ask you to provide us with information so we may better understand your disclosure.

Please respond to this letter by providing the requested information and either submitting an amended draft registration statement or publicly filing your registration statement on EDGAR. If you do not believe our comments apply to your facts and circumstances or do not believe an amendment is appropriate, please tell us why in your response.

After reviewing the information you provide in response to these comments and your amended draft registration statement or filed registration statement, we may have additional comments.

Amendment No. 3 to Draft Registration Statement on Form S-1

Capitalization, page 73

1. Please include a line for Total Capitalization in your capitalization table.

Dilution, page 74

2. Please revise the discussion and presentation to disclose historical net tangible book value (deficit) prior to the presentation of pro forma net tangible book value.

Joseph C. Papa  
Bausch + Lomb Corporation  
December 1, 2021  
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You may contact Sasha Parikh at 202-551-3627 or Kevin Kuhar at 202-551-3662 if you have questions regarding comments on the financial statements and related matters. Please contact David Gessert at 202-551-2326 or Tim Buchmiller at 202-551-3635 with any other questions.

Sincerely,

Division of Corporation Finance  
Office of Life Sciences

cc: Michael Kaplan, Esq.