

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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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

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

Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan for the purchase or sale of equity securities of the issuer that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.

1. Name and Address of Reporting Person* Grant Stuart M.			2. Issuer Name and Ticker or Trading Symbol EYENOVIA, INC. [EYEN]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)		
(Last) 11 SUMMIT LANE	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 07/02/2024	Director	<input checked="" type="checkbox"/> 10% Owner	
(Street) GREENVILLE DE 19807			4. If Amendment, Date of Original Filed (Month/Day/Year)	Officer (give title below)	Other (specify below)	
(City)	(State)	(Zip)	6. Individual or Joint/Group Filing (Check Applicable Line)			
			<input checked="" type="checkbox"/> Form filed by One Reporting Person	Form filed by More than One Reporting Person		

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	3A. 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					
Common stock, par value \$0.0001	07/02/2024		P			1,515,151	A	\$0.66 ⁽¹⁾ ⁽²⁾	10,914,153 ⁽³⁾	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	Title	Amount or Number of Shares				
Warrants to purchase common stock	\$0.69	07/02/2024		J	3,264,931					01/01/2025	01/01/2030	Common Stock	3,264,931	(1)(2)	3,942,361	D	

Explanation of Responses:

1. The purchase price per share for the common stock set forth above is the combined purchase price for each share of common stock, together with a warrant to purchase one share of common stock issued pursuant to a securities stock purchase agreement among the Company, the Reporting Person and other purchasers (the "Securities Purchase Agreement")

2. In connection with the Securities Purchase Agreement, the Reporting Person also received a total of 3,264,931 warrants to purchase common stock at an exercise price of \$0.69 per share (consisting of 1,515,151 warrants issued together with the shares purchased and an additional 1,749,780 warrants) and had the exercise price of all of his previously issued warrants (consisting of 677,430 warrants) reduced to \$0.69 per share and the expiration date thereof extended to January 1, 2030.

3. Includes 3,942,361 shares of common stock issuable upon exercise of all warrants currently owned by the Reporting Person

Remarks:

/s/ Stuart M. Grant

07/03/2024

** 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.

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.