

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).

1. Name and Address of Reporting Person* Ianchulev Tsontcho	2. Issuer Name and Ticker or Trading Symbol EYENOVIA, INC. [EYEN]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)
(Last) (First) (Middle) C/O EYENOVIA, INC. 295 MADISON AVENUE, SUITE 2400	3. Date of Earliest Transaction (Month/Day/Year) 06/30/2020	<input checked="" type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Chief Executive Officer
(Street) NEW YORK NY 10017	4. If Amendment, Date of Original Filed (Month/Day/Year)	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
(City) (State) (Zip)		

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			
Common Stock, par value \$.0001							508,679	D	
Common Stock, par value \$.0001							606,667	I	By Private Medical Equity, Inc. ⁽¹⁾
Common Stock, par value \$.0001							6,000	I	By The Meliora Trust ⁽¹⁾
Common Stock, par value \$.0001							453,333	I	By PME Investor Services Eyenovia, LLC ⁽¹⁾

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	
Stock Option (right to buy)	\$2.72	06/30/2020		A	285,255			(2)		06/02/2030	Common Stock	285,255	\$0.00	285,255 D
Class A Warrant	\$2.27 ⁽³⁾									03/24/2020	Common Stock	41,216 ⁽⁴⁾		41,216 ⁽⁴⁾ D
Class B Warrant	\$2.724 ⁽³⁾									03/24/2020	Common Stock	61,823 ⁽⁴⁾		61,823 ⁽⁴⁾ D
Stock Option (right to buy)	\$1.95							(5)		07/07/2027	Common Stock	267,370		267,370 D
Stock Option (right to buy)	\$6.2							(6)		07/24/2028	Common Stock	124,210		124,210 D
Stock Option (right to buy)	\$3.11							(7)		08/16/2029	Common Stock	183,703		183,703 D
Stock Option (right to buy)	\$1.24								03/23/2015	03/23/2025	Common Stock	140,000		140,000 I

Explanation of Responses:

- The reporting person disclaims beneficial ownership of these securities except to the extent of his pecuniary interest therein, and the inclusion of these shares in this report shall not be deemed an admission of beneficial ownership of all of the reported shares for purposes of Section 16 or for any other purpose.
- This stock option was granted by the Issuer's Board of Directors on June 3, 2020, subject to stockholder approval of the Issuer's Amended and Restated 2018 Omnibus Stock Incentive Plan (the "Plan"). The Issuer's stockholders approved the Plan on June 30, 2020. One-third of the option becomes exercisable on June 3, 2021 and the remaining shares underlying the option become exercisable in equal increments on each of the 24 one-month anniversaries thereafter.
- The exercise price per share of the Issuer's common stock issuable upon exercise of the Class A and Class B Warrants is subject to adjustment for stock splits, stock dividends and similar corporate events.
- The number of shares of Issuer common stock issuable upon exercise of the Class A and Class B Warrants is subject to adjustment for stock splits, stock dividends and similar corporate events.
- The option became exercisable as to 11,140 shares on August 7, 2017 and becomes exercisable in equal 11,140 share amounts on each of the 35 one-month anniversaries thereafter.
- This option is fully vested.
- One-third of the option becomes exercisable on August 16, 2020 and the remaining shares underlying the option become exercisable in equal increments on each of the 24 one-month anniversaries thereafter.

Remarks:

/s/ S. Halle Vakani, Attorney-in-Fact 07/02/2020

** 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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