FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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

OMB APPROVAL OMB Number: 3235-0287 Estimated average burden hours per response: 0.5

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* SUN ANTHONY Y | | | | | | 2. Issuer Name and Ticker or Trading Symbol EYENOVIA, INC. [EYEN] | | | | | | | | | eck all appli | cable) | g Person(s) to Issi 10% Ow Other (s | | mer |
|--|---|--|--|-------------|---|---|--|--|--|--------------|--------------------|--|--|--|---|---|---|--|---|
| (Last) (First) (Middle) C/O EYENOVIA, INC. | | | | | 3. Date of Earliest Transaction (Month/Day/Year) 09/11/2020 | | | | | | | | | | below) | | | below) | , poonly |
| 295 MADISON AVENUE, SUITE 2400 | | | | | | 4. If Amendment, Date of Original Filed (Month/Day/Year) | | | | | | | | | 6. Individual or Joint/Group Filing (Check Applicable Line) | | | | |
| (Street) | | | | | | | | | | | | | | | X Form filed by One Reporting Person | | | | |
| NEW YORK NY 10017 | | | | | _ | | | | | | | | | | Form filed by More than One Reporting Person | | | | |
| (City) | City) (State) (Zip) | | | | | | | | | | | | | | | | | | |
| | | Tab | le I - Nor | n-Deriv | vative | e Se | curitie | s A | cquired | , Dis | posed o | of, o | r Ben | eficial | ly Owned | t | | | |
| 1. Title of Security (Instr. 3) 2. Trans: Date (Month/L | | | | | | ar) | Execution if any | A. Deemed xecution Date, any //onth/Day/Year) | | Code (Instr. | | 4. Securities Acquired (A) Disposed Of (D) (Instr. 3, 4 5) | | | Benefici Owned I | es ally Following | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | | 7. Nature of Indirect Beneficial Ownership |
| | | | | | | | | | Code | v | Amount | | (A) or (D) | Price | Reporte Transac (Instr. 3 | tion(s) | | | (Instr. 4) |
| Common Stock, par value \$.0001 09/11/ | | | | | | | :020 | | A | | 7,288 | 7,288 ⁽¹⁾ A S | | \$0.0 | 0 19 | 19,359 | | D | |
| | | ī | able II - | | | | | | | | | | | | Owned | | , | , | |
| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deeme Execution if any (Month/Day | ed Date, | 4. Transa Code (8) | action | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | | 6. Date Exercisa Expiration Date (Month/Day/Year | | able and | 7. Ti Amo Sec Und Deri | 7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4) | | 8. Price of Derivative Security (Instr. 5) | 9. Number derivative Securities Beneficial Owned Following Reported Transactio (Instr. 4) | s lly | 10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | Beneficial Ownership ct (Instr. 4) |
| | | | | | Code | v | (A) | (D) | Date Exercisa | | Expiration Date | Title | | Amount or Number of Shares | | | | | |
| Stock Option (right to buy) | \$3.43 | 09/11/2020 | | | A | | 9,820 | | (2) | | 09/11/2030 | | nmon ock | 9,820 | \$0.00 | 9,820 | | D | |
| Stock Option (right to buy) | \$3.11 | | | | | | | | (3) | | 08/16/2029 | | nmon ock | 9,057 | | 9,057 | , | D | |
| Stock Option (right to | \$6.2 | | | | | | | | (3) | | 07/24/2028 | | nmon ock | 4,465 | | 4,465 | | D | |

Explanation of Responses:

- 1. Represents restricted stock units that vest on the earlier of September 11, 2021 or the date of the Issuer's 2021 annual meeting of stockholders, subject to the Reporting Person's continued service on the Issuer's Board of Directors and acceleration upon change in control.
- 2. The option becomes exercisable on the earlier of September 11, 2021 or the date of the Issuer's 2021 annual meeting of stockholders, subject to the Reporting Person's continued service on the Issuer's Board of Directors and acceleration upon change in control.
- 3. The option is fully vested.

/s/ S. Halle Vakani, Attorney-

09/15/2020

in-fact

** 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.