

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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

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

1. Name and Address of Reporting Person* <u>Ventech Capital II</u>  (Last) (First) (Middle) <u>47 AVENUE DE L'OPERA</u>  (Street) <u>PARIS CEDEX 10 75002</u>  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>EYEGATE PHARMACEUTICALS INC [ EYEG ]</u>  3. Date of Earliest Transaction (Month/Day/Year) <u>02/19/2015</u>  4. If Amendment, Date of Original Filed (Month/Day/Year)	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  Director <input checked="" type="checkbox"/> 10% Owner  Officer (give title below) Other (specify below)  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
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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	(A) or (D)	Price			
Common Stock	02/19/2015		C		506,563	A	(1)	506,563	D	
Common Stock	02/19/2015		C		142,218	A	(2)	648,781	D	
Common Stock	02/19/2015		C		501,405	A	(3)	1,150,186	D	
Common Stock	02/19/2015		C		241,270	A	\$4.2	1,391,456	D	
Common Stock	02/19/2015		P		102,777	A	\$6	1,494,233	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				
Series B Preferred Stock	(1)	02/19/2015		C			11,801	(1)	(1)	Common Stock	11,801	\$0	0	D	
Series C Preferred Stock	(2)	02/19/2015		C			17,363	(2)	(2)	Common Stock	17,363	\$0	0	D	
Series D Preferred Stock	(3)	02/19/2015		C			140,685	(3)	(3)	Common Stock	140,685	\$0	0	D	
Convertible Promissory Note	\$4.2	02/19/2015		P		\$1,013,334		02/19/2015	06/06/2015	Common Stock	241,270	\$1,013,334	\$1,013,334	D	
Convertible Promissory Note	\$4.2	02/19/2015		C			\$1,013,334	02/19/2015	06/06/2015	Common Stock	241,270	\$0	0	D	

Explanation of Responses:

1. Upon closing of the Issuer's initial public offering, each share of Series B Preferred Stock converted automatically into shares of Common Stock of the Issuer on a 10.94-for-one basis, and had no expiration date.
2. Upon closing of the Issuer's initial public offering, each share of Series C Preferred Stock converted automatically into shares of Common Stock of the Issuer on a 9.60-for-one basis, and had no expiration date.
3. Upon closing of the Issuer's initial public offering, each share of Series D Preferred Stock converted automatically into shares of Common Stock of the Issuer on a 10.96-for-one basis, and had no expiration date.

Remarks:

\*Signed under power of attorney on behalf of Reporting Person

/s/ Alain Caffi, Chairman of  
Managing Board\*

02/23/2015

\*\* 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.