

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* <u>ARMISTICE CAPITAL, LLC</u>			2. Issuer Name and Ticker or Trading Symbol <u>EYEGATE PHARMACEUTICALS INC [EYEG]</u>			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner Officer (give title below) Other (specify below)		
(Last) (First) (Middle) <u>510 MADISON AVENUE, 7TH FLOOR</u>			3. Date of Earliest Transaction (Month/Day/Year) <u>07/27/2021</u>			6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person		
(Street) <u>NEW YORK NY 10022</u>			4. If Amendment, Date of Original Filed (Month/Day/Year)					
(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	(A) or (D)	Price			
Common Stock	07/27/2021		C		852,500	A	\$4.8	4,199,101	I	See Footnote ⁽¹⁾
Common Stock	07/27/2021		S		73,101	D	\$7.0602 ⁽²⁾	4,126,000	I	See Footnote ⁽¹⁾
Common Stock	07/27/2021		S		461,797	D	\$6.4549 ⁽⁴⁾	3,664,203	I	See Footnote ⁽¹⁾
Common Stock	07/27/2021		S		729,114	D	\$5.4397 ⁽⁵⁾	2,935,089	I	See Footnote ⁽¹⁾
Common Stock	07/27/2021		S		532,069	D	\$4.5877 ⁽⁶⁾	2,403,020	I	See Footnote ⁽¹⁾
Common Stock	07/27/2021		S		581,614	D	\$3.799 ⁽⁷⁾	1,821,406	I	See Footnote ⁽¹⁾
Common Stock	07/28/2021		S		375,443	D	\$3.2831 ⁽⁸⁾	1,445,963	I	See Footnote ⁽¹⁾
Common Stock	07/29/2021		S		400,000	D	\$3 ⁽⁹⁾	1,045,963	I	See Footnote ⁽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		Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Series C Convertible Preferred Stock	\$4.8	07/27/2021		C		4,092	04/17/2018	(3)	Common Stock	852,500	\$0.00	0	I	See Footnote ⁽¹⁾

1. Name and Address of Reporting Person* <u>ARMISTICE CAPITAL, LLC</u>		
(Last)	(First)	(Middle)
<u>510 MADISON AVENUE, 7TH FLOOR</u>		
(Street) <u>NEW YORK NY 10022</u>		
(City)	(State)	(Zip)

1. Name and Address of Reporting Person* <u>Armistice Capital Master Fund Ltd.</u>		
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(Last)	(First)	(Middle)
510 MADISON AVENUE, 7TH FLOOR		
(Street)		
NEW YORK	NY	10022
(City)	(State)	(Zip)

1. Name and Address of Reporting Person*

Boyd Steven

(Last)	(First)	(Middle)
510 MADISON AVENUE, 7TH FLOOR		
(Street)		
NEW YORK	NY	10022
(City)	(State)	(Zip)

Explanation of Responses:

1. The reported securities of EyeGate Pharmaceuticals, Inc. (the "Issuer") are directly held by Armistice Capital Master Fund Ltd., a Cayman Islands exempted company (the "Master Fund"), and may be deemed to be indirectly beneficially owned by: (i) Armistice Capital, LLC ("Armistice Capital"), as the investment manager of the Master Fund; and (ii) Steven Boyd, as the Managing Member of Armistice Capital ("Mr. Boyd", and collectively with the Master Fund and Armistice Capital, the "Reporting Persons"). Each of Armistice Capital and Mr. Boyd disclaim beneficial ownership of the reported securities except to the extent of their respective pecuniary interests therein, and this report shall not be deemed an admission that either of them are the beneficial owners of the securities for purposes of Section 16 of the Securities Exchange Act of 1934, as amended, or for any other purpose.
2. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$7.002 to \$7.1559, inclusive. The reporting persons undertake to provide to the Issuer, any security holder of the Issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in footnotes (2), (4), (5), (6), (7), (8) and (9) to this Form 4.
3. The Series C Convertible Preferred Stock has no expiration date and was convertible at any time at the option of the Master Fund.
4. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$6.0052 to \$6.9970, inclusive.
5. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$5.1066 to \$5.9464, inclusive.
6. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$4.0011 to \$4.9908, inclusive.
7. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$3.5852 to \$3.9402, inclusive.
8. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$3.1713 to \$3.4093, inclusive.
9. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$2.85 to \$3.24, inclusive.

Remarks:

Each of the Master Fund and Armistice Capital may be deemed a director by deputization of the Issuer by virtue of the fact that Steven Boyd and Keith Maher, representatives of the Master Fund and Armistice Capital, currently serve on the Issuer's board of directors

Armistice Capital, LLC, Name:
By: /s/ Steven Boyd, Title:
Managing Member
Armistice Capital Master Fund,
Ltd., Name: By: /s/ Steven
Boyd, Title: Director
/s/ Steven Boyd

07/29/2021
07/29/2021
07/29/2021

** 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.

Form 4 Joint Filer Information

Name: Armistice Capital Master Fund, Ltd.
Address: 510 Madison Avenue
7th Floor
New York, NY 10022

Date of Event Requiring Statement: 07/27/2021

Name: Steven Boyd
Address: 510 Madison Avenue
7th Floor
New York, NY 10022

Date of Event Requiring Statement: 07/27/2021