

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

OMB APPROVAL	
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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* <u>Duker Jay S.</u> <hr/> (Last) (First) (Middle) C/O EYEPOINT PHARMACEUTICALS, INC. 480 PLEASANT STREET <hr/> (Street) WATERTOWN MA 02472 <hr/> (City) (State) (Zip)	2. Date of Event Requiring Statement (Month/Day/Year) 11/01/2021	3. Issuer Name and Ticker or Trading Symbol <u>EyePoint Pharmaceuticals, Inc. [EYPT]</u>	
		4. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director _____ 10% Owner _____ <input checked="" type="checkbox"/> Officer (give title below) _____ Other (specify below) _____ Chief Operating Officer	5. 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 <input type="checkbox"/> Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock	5,657	D	

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise Price of Derivative Security	5. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
Employee Stock Option (right to buy)	(1)	09/26/2026	Common Stock	4,000	31.7	D	
Employee Stock Option (right to buy)	(2)	02/21/2029	Common Stock	4,000	26.5	D	
Employee Stock Option (right to buy)	(3)	06/21/2028	Common Stock	2,666	19.5	D	
Employee Stock Option (right to buy)	(4)	02/09/2031	Common Stock	60,300	13.13	D	
Employee Stock Option (right to buy)	(5)	02/28/2030	Common Stock	3,350	12.9	D	
Employee Stock Option (right to buy)	(6)	07/13/2030	Common Stock	25,000	7.2	D	
Restricted Stock Units	(7)	(7)	Common Stock	14,900	(7)	D	

Explanation of Responses:

- This option became fully exercisable on 12/12/2019
- This option became fully exercisable on 2/21/2020
- This option became fully exercisable on 6/21/2019.
- The option to purchase will vest and become exercisable over a four year period as follows: 25% on 2/9/2022 and then ratably over the remaining thirty-six months
- This option became fully exercisable on 2/28/2021
- The option to purchase will vest and become exercisable as follows: 25% at 7/13/2021 and the remainder ratably, on a monthly basis, over the remaining three years.
- The restricted stock units will vest in three ratably annual installments beginning February 9, 2022.

Remarks:

/s/ Ron Honig, Attorney- 11/03/2021

[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 5 (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.

POWER OF ATTORNEY

Know all by these presents, that the undersigned hereby constitutes and appoints each of Ron Honig, Chief Legal Officer, and Philip Hoffstein, Corporate Controller, signing singly, and with full power of substitution, the undersigned's true and lawful attorney-in-fact to:

(1) execute for and on behalf of the undersigned, in the undersigned's capacity as an officer and/or a director of EyePoint Pharmaceuticals, Inc., (the "Company"), the undersigned's application for EDGAR Access with the United States Securities and Exchange Commission (Form ID application);

(2) execute for and on behalf of the undersigned, in the undersigned's capacity as an officer and/or a director of the company, Forms 3, 4, and 5 in accordance with Section 16(a) of the Securities Exchange Act of 1934 and the rules thereunder;

(3) do and perform any and all acts for and on behalf of the undersigned which may be necessary or desirable to (A) complete and execute any such Forms 3, 4, or 5, (B) complete and execute any amendment or amendments thereto, and (C) timely file such form with the United States Securities and Exchange Commission and any stock exchange or similar authority; and

(4) take any other action of any type whatsoever in connection with the foregoing which, in the opinion of such attorney-in-fact, may be of benefit to, and in the best interest of, or legally required by, the undersigned, it being understood that the documents executed by such attorney-in-fact on behalf of the undersigned pursuant to this Power of Attorney shall be in such form and shall contain such terms and conditions as such attorney-in-fact may approve in such attorney-in-fact's discretion.

The undersigned hereby grants to each such attorney-in-fact full power and authority to do and perform any and every act and thing whatsoever requisite, necessary, or proper to be done in the exercise of any of the rights and powers herein granted, as fully to all intents and purposes as the undersigned might or could do if personally present, with full power of substitution or revocation, hereby ratifying and confirming all that such attorney-in-fact, or such attorney-in-fact's substitute or substitutes, shall lawfully do or cause to be done by virtue of this Power of Attorney and the rights and powers herein granted.

This Power of Attorney shall remain in full force and effect until the undersigned is no longer required to file Forms 3, 4, and 5 with respect to the undersigned's holdings of and transactions in securities issued by the Company, unless earlier revoked by the undersigned in a signed writing delivered to the foregoing attorneys-in-fact.

IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of this 3rd day of November, 2021.

/s/ Jay S. Duker, M.D.

Signature

Jay S. Duker, M.D.

Print Name