

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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>EW Healthcare Partners, L.P.</u>  (Last) (First) (Middle) 21 WATERWAY AVENUE, SUITE 225  (Street) THE WOODLANDS TX 77380  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>EyePoint Pharmaceuticals, Inc. [ PSDV ]</u>	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)
	3. Date of Earliest Transaction (Month/Day/Year) 03/28/2018	
		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 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, \$0.001 par value	03/28/2018		P		8,273,461	A	\$1.1	8,606,324 <sup>(1)</sup>	D <sup>(1)</sup>	
Common Stock, \$0.001 par value	03/28/2018		P		332,863	A	\$1.1	8,606,324 <sup>(1)</sup>	I <sup>(1)</sup>	EW Healthcare Partners-A L.P.

**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					

1. Name and Address of Reporting Person\*  
EW Healthcare Partners, L.P.  
 (Last) (First) (Middle)  
 21 WATERWAY AVENUE, SUITE 225  
 (Street)  
 THE WOODLANDS TX 77380  
 (City) (State) (Zip)

1. Name and Address of Reporting Person\*  
EW Healthcare Partners-A, L.P.  
 (Last) (First) (Middle)  
 21 WATERWAY AVENUE, SUITE 225  
 (Street)  
 THE WOODLANDS TX 77380  
 (City) (State) (Zip)

1. Name and Address of Reporting Person\*

Essex Woodlands Fund IX-GP, L.P.

(Last) (First) (Middle)  
21 WATERWAY AVENUE, SUITE 225

(Street)  
THE WOODLANDS TX 77380

(City) (State) (Zip)

1. Name and Address of Reporting Person\*

Essex Woodlands IX, LLC

(Last) (First) (Middle)  
21 WATERWAY AVENUE, SUITE 225

(Street)  
THE WOODLANDS TX 77380

(City) (State) (Zip)

**Explanation of Responses:**

1. Includes 8,273,461 shares held by EW Healthcare Partners L.P. ("EWHP") and 332,863 shares held by EW Healthcare Partners-A L.P. ("EWHP-A"). Essex Woodlands Fund IX-GP, L.P. ("Fund IX-GP") is the general partner of EWHP and EWHP-A, respectively. Essex Woodlands IX, LLC (the "General Partner") is the general partner of Fund IX-GP. The General Partner holds sole voting and dispositive power over the shares held by EWHP and EWHP-A. The managers of the General Partner are Martin P. Sutter, R. Scott Barry, Ronald Eastman (also a member of the Issuer's board of directors), Petri Vainio and Steve Wiggins (collectively, the "Managers"), and may exercise voting and investment control over the shares only by the majority action of the Managers.

**Remarks:**

EW Healthcare Partners L.P.;  
By Essex Woodlands Fund IX-  
GP, L.P. its General Partner; By  
Essex Woodlands IX, LLC, its 03/29/2018  
General Partner; By Ronald W.  
Eastman, Manager, By Richard  
Kolodziejczyk, Attorney-in-  
Fact, /s/ Richard Kolodziejczyk  
EW Healthcare Partners-A  
L.P.; By Essex Woodlands  
Fund IX-GP, L.P. its General  
Partner; By Essex Woodlands  
IX, LLC, its General Partner; 03/29/2018  
By Ronald W. Eastman,  
Manager, By Richard  
Kolodziejczyk, Attorney-in-  
Fact, /s/ Richard Kolodziejczyk  
Essex Woodlands IX-GP, L.P.;  
By Essex Woodlands IX, LLC;  
By Ronald W. Eastman, 03/29/2018  
Manager, By Richard  
Kolodziejczyk, Attorney-in-  
Fact, /s/ Richard Kolodziejczyk  
Essex Woodlands IX, LLC, By  
Ronald W. Eastman, Manager,  
By Richard Kolodziejczyk, 03/29/2018  
Attorney-in-Fact, /s/ Richard  
Kolodziejczyk

\*\* 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.