

**FORM 4**

UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

OMB APPROVAL  
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**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES**

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

(Print or Type Responses)

|   |         |   |  |  |   |
|---|---------|---|--|--|---|
| 1. Name and Address of Reporting Person -<br>ARMISTICE CAPITAL, LLC |         | 2. Issuer Name and Ticker or Trading Symbol<br>EYEGATE PHARMACEUTICALS INC [EYEG] |  | 5. Relationship of Reporting Person(s) to Issuer<br>(Check all applicable)<br>____ Director<br>____ Officer (give title below) _____ X _____ 10% Owner<br>____ Other (specify below) |   |
| (Last)<br>510 MADISON AVENUE, 22ND FLOOR                            | (First) | (Middle)  | 3. Date of Earliest Transaction (Month/Day/Year)<br>04/13/2018 |  | 6. Individual or Joint/Group Filing (Check Applicable Line)<br>Form filed by One Reporting Person<br>X Form filed by More than One Reporting Person |
| (Street)<br>NEW YORK, NY 10022                                      | (City)  | (State)   | (Zip)  | 4. If Amendment, Date Original Filed (Month/Day/Year)  |   |

**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                    | 04/13/2018                           |  | P                              |   | 7,425,193   | A          | \$ 0.3322 (1) | 10,657,723  | D (2)  |   |
| Common Stock                    | 04/13/2018                           |  | P                              |   | 0   | A          | \$ 0          | 10,657,723  | I  | See Footnote (3)                                      |
| Common Stock                    | 04/13/2018                           |  | P                              |   | 0   | A          | \$ 0          | 10,657,723  | I  | See Footnote (3)                                      |
| Common Stock                    | 04/16/2018                           |  | P                              |   | 1,159,167   | A          | \$ 0.3759 (4) | 11,816,890  | D (2)  |   |
| Common Stock                    | 04/16/2018                           |  | P                              |   | 0   | A          | \$ 0          | 11,816,890  | I  | See Footnote (3)                                      |
| Common Stock                    | 04/16/2018                           |  | P                              |   | 0   | A          | \$ 0          | 11,816,890  | I  | See Footnote (3)                                      |
| Common Stock                    | 04/17/2018                           |  | P                              |   | 1,895,610   | A          | \$ 0.4419 (5) | 13,712,500  | D (2)  |   |
| Common Stock                    | 04/17/2018                           |  | P                              |   | 0   | A          | \$ 0          | 13,712,500  | I  | See Footnote (3)                                      |
| Common Stock                    | 04/17/2018                           |  | P                              |   | 0   | A          | \$ 0          | 13,712,500  | I  | See Footnote (3)                                      |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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**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 Underlying Securities (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 of Derivative Security: 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 |  |  |  |  |
| Warrants                                   | \$ 0.32  | 04/16/2018                           |  | P                              |   | 5,468,750   |     | 04/17/2018 (6)   | 04/17/2023      | Common Stock  | 5,468,750                  | \$ 0.205                                   | 5,468,750  | D (2)  |  |
| Warrants                                   | \$ 0.32  | 04/16/2018                           |  | P                              |   | 0   |     | 04/17/2018 (6)   | 04/17/2023      | Common Stock  | 0                          | \$ 0                                       | 5,468,750  | I  | See Footnote (3)                                       |
| Warrants                                   | \$ 0.32  | 04/16/2018                           |  | P                              |   | 0   |     | 04/17/2018 (6)   | 04/17/2023      | Common Stock  | 0                          | \$ 0                                       | 5,468,750  | I  | See Footnote (3)                                       |
| Warrants                                   | \$ 1.5   |                                      |  |                                |   |   |     | 06/14/2017 (7)   | 06/14/2022      | Common Stock  | 2,000,000                  |  | 2,000,000  | I  | See Footnote (3)                                       |
| Warrants                                   | \$ 1.5   |                                      |  |                                |   |   |     | 06/14/2017 (7)   | 06/14/2022      | Common Stock  | 0                          |  | 2,000,000  | I  | See Footnote (3)                                       |
| Warrants                                   | \$ 1.5   |                                      |  |                                |   |   |     | 06/14/2017 (7)   | 06/14/2022      | Common Stock  | 0                          |  | 2,000,000  | I  | See Footnote (3)                                       |
| Warrants                                   | \$ 0.32  |                                      |  |                                |   |   |     | 04/17/2018 (8)   | 04/17/2023      | Common Stock  | 15,937,500                 |  | 15,937,500   | D (2)  |  |
| Warrant                                    | \$ 0.32  |                                      |  |                                |   |   |     | 04/17/2018 (8)   | 04/17/2023      | Common Stock  | 0                          |  | 15,937,500   | I  | See Footnote (3)                                       |
| Warrant                                    | \$ 0.32  |                                      |  |                                |   |   |     | 04/17/2018 (8)   | 04/17/2023      | Common Stock  | 0                          |  | 15,937,500   | I  | See Footnote (3)                                       |

**Reporting Owners**

| Reporting Owner Name / Address   | Relationships |           |         |       |
|--|---------------|-----------|---------|-------|
|  | Director      | 10% Owner | Officer | Other |
| ARMISTICE CAPITAL, LLC<br>510 MADISON AVENUE, 22ND FLOOR<br>NEW YORK, NY 10022             |               | X         |         |       |
| Armistice Capital Master Fund Ltd.<br>510 MADISON AVENUE, 22ND FLOOR<br>NEW YORK, NY 10022 |               | X         |         |       |

|   |  |   |  |  |
|---|--|---|--|--|
| Boyd Steven<br>510 MADISON AVENUE, 22ND FLOOR<br>NEW YORK, NY 10022 |  | X |  |  |
|---|--|---|--|--|

## Signatures

|  |  |                                   |
|--|--|-----------------------------------|
| Armistice Capital, LLC, By: /s/ Steven Boyd, Managing Member<br><small>Signature of Reporting Person</small>       |  | 04/17/2018<br><small>Date</small> |
| Armistice Capital Master Fund, Ltd., By: /s/ Steven Boyd, Director<br><small>Signature of Reporting Person</small> |  | 04/17/2018<br><small>Date</small> |
| /s/ Steven Boyd<br><small>Signature of Reporting Person</small>  |  | 04/17/2018<br><small>Date</small> |

## Explanation of Responses:

\* 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).

- (1) This constitutes the weighted average purchase price. The prices range from \$0.30 to \$0.351. The Reporting Person will provide upon request by the Securities and Exchange Commission staff, the issuer, or a security holder of the issuer, full information regarding the number of shares purchased.
- (2) The reported securities are directly owned by Armistice Capital Master Fund, Ltd.
- (3) The reported securities are directly owned by Armistice Capital Master Fund, Ltd., a Cayman Islands corporation, and may be deemed to be indirectly beneficially owned by Armistice Capital, LLC, as the investment manager of Armistice Capital Master Fund, Ltd. The reported securities are not held in a trust.
- (4) This constitutes the weighted average purchase price. The prices range from \$0.329 to \$0.395. The Reporting Person will provide upon request by the Securities and Exchange Commission staff, the issuer, or a security holder of the issuer, full information regarding the number of shares purchased.
- (5) This constitutes the weighted average purchase price. The prices range from \$0.393 to \$0.492. The Reporting Person will provide upon request by the Securities and Exchange Commission staff, the issuer, or a security holder of the issuer, full information regarding the number of shares purchased.
- (6) These warrants are currently exercisable, subject to a blocker provision that prevents Armistice Capital Master Fund, Ltd. from exercising the warrants if it would be more than a 9.99% beneficial owner of the Common Shares following such exercise.
- (7) These warrants are currently exercisable, subject to a blocker provision that prevents Armistice Capital Master Fund, Ltd. from exercising the warrants if it would be more than a 4.99% beneficial owner of the Common Shares following such exercise.
- (8) The Series C Convertible Preferred Stock has no expiration date and is convertible at any time at the option of Armistice Capital Master Fund, Ltd., subject to a blocker provision that prevents Armistice Capital Master Fund, Ltd. from converting the Series C Convertible Preferred Stock into Common Shares.

### Remarks:

Armistice Capital, LLC and Steven Boyd disclaim beneficial ownership of the reported securities except to the extent of their respective pecuniary interest therein, and this report shall not be deemed an admission that either of them are the beneficial owners of the reported securities.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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