

**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549**

SCHEDULE 14A

**Proxy Statement Pursuant to Section 14(a) of the
Securities Exchange Act of 1934**

Filed by the Registrant

Filed by a Party other than the Registrant

Check the appropriate box:

- Preliminary Proxy Statement
- Confidential, for Use of the Commission Only (as permitted by Rule 14a-6(e)(2))**
- Definitive Proxy Statement
- Definitive Additional Materials
- Soliciting Material Pursuant to §240.14a-12

EyePoint Pharmaceuticals, Inc.

(Name of Registrant as Specified in its Charter)

(Name of Person(s) Filing Proxy Statement, if Other Than the Registrant)

Payment of Filing Fee (Check the appropriate box):

- No fee required.
- Fee computed on table below per Exchange Act Rules 14a-6(i)(1) and 0-11.
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- Check box if any part of the fee is offset as provided by Exchange Act Rule 0-11(a)(2) and identify the filing for which the offsetting fee was paid previously. Identify the previous filing by registration statement number, or the Form or Schedule and the date of its filing.
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SUPPLEMENT #1 TO DEFINITIVE PROXY STATEMENT



On or about May 8, 2020, EyePoint Pharmaceuticals, Inc., a Delaware corporation (the “Company,” “we,” “us” or “our”) sent out proxy materials to stockholders who held the Company’s common stock as of April 24, 2020 (the “Record Date”), including a Notice of Annual Meeting of Stockholders with instructions for online access to our proxy statement (the “Original Proxy Statement”), for the 2020 Annual Meeting of Stockholders (the “Annual Meeting”), that is to be held on Tuesday, June 23, 2020, at 9:00 a.m., Eastern Time, for the purposes set forth in the Original Proxy Statement.

Although the Original Proxy Statement relating to the Annual Meeting stated that David Guyer, M.D. had attended approximately 65% of the meetings of the Board and those committees on which he was a member during 2019, these statements were an error on our part.

Following the filing of the Original Proxy Statement, we re-examined our calculations regarding Dr. Guyer’s attendance and determined that we had erroneously marked Dr. Guyer absent from meetings of certain Board committees on which he was not yet a member, and as a result we miscalculated his attendance record. In fact, Dr. Guyer had attended 100% of the meetings of the Board and the Board committees on which he was a member during 2019.

In light of this correction regarding Dr. Guyer’s attendance, the Board reiterates its recommendation that stockholders vote “FOR” Dr. Guyer’s election to the Board, in addition to the other director nominees.

Except as supplemented by the information contained in this First Supplement, all information set forth in the Original Proxy Statement remains accurate in all material respects and should be considered in casting your vote by proxy or at the Annual Meeting.