FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

| wasnington, D.C. 205 |
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| OMB APP | ROVAL |
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| OMB Number: | 3235-0287 |
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0.5

hours per response:

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 Se | ectio | n 30(h) d | of the | Invest | ment | Company Act | of 1940 | | | | | | | | |
|--|---|--|---|---|---|--|--------------|---|-------------------------|--|---------------------------|---|---|--|--|---|--|--|--|--|
| 1. Name and Address of Reporting Person* <u>Cormorant Asset Management, LP</u> | | | | | 2. Issuer Name and Ticker or Trading Symbol EyePoint Pharmaceuticals, Inc. [EYPT] | | | | | | | | | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director X 10% Owner | | | | | | |
| (Last) (First) (Middle) | | | | 3. Date of Earliest Transaction (Month/Day/Year) 04/18/2024 | | | | | | | | | Officer (give title Other (specify below) | | | | | | | |
| 200 CLARENDON STREET 52ND FLOOR | | | | | 4. If A | 4. If Amendment, Date of Original Filed (Month/Day/Year) | | | | | | | | 6. Individual or Joint/Group Filing (Check Applicable Line) Form filed by One Reporting Person | | | | | | |
| (Street) | N M. | A 0 | 2116 | | Dul | ا ما | 10b <i>E</i> | 1/6 | \ Tre | | action Inc | diaati | | X | Form Perso | filed by M | lore tha | an One R | eporting | |
| (City) | ty) (State) (Zip) | | | | Rule 10b5-1(c) Transaction Indication Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10. | | | | | | | | | | | | | | | |
| | | Table | I - No | on-Deriva | tive S | Sec | urities | Ac | quire | ed, D | isposed o | f, or E | Benefi | ciall | y Own | ed | | | | |
| Date | | | 2. Transaction Date Month/Day/Ye | ear) Exec | | Deemed cution Date, y nth/Day/Year) | | 3. Transaction Code (Instr. 8) | | 4. Securities Acquired (A) Disposed Of (D) (Instr. 3, 4 | | | d 5) | Securitie Benefici Owned F | eneficially wned Following | | nership Direct | 7. Nature of Indirect Beneficial Ownership | | |
| | | | | | | | | | Code | v | Amount | (A) or (D) | Price | | Reported Transaction(s) (Instr. 3 and 4) | | (Instr. | 4) | (Instr. 4) | |
| Common | Stock | | | 04/18/202 | 4 | | | | P | | 395,244 | A | \$17.6 | 5 2 ⁽²⁾ | 7,288,479 | | I | | See Footnote ⁽¹⁾ | |
| Common | Common Stock 04/18/202 | | | | 4 | | | P | | 186,521 | A | \$18. | .9 ⁽³⁾ 7,47 | | 5,000 | | I | See Footnote ⁽¹⁾ | | |
| | | Tal | ole II | | | | | | | | sposed of, s, converti | | | | Owne | d | | | | |
| 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) | | | | Expiration (Month/Da | | | Amou Secur Unde Deriv Secur | 7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4) | | Price of erivative ecurity nstr. 5) | 9. Numbe derivative Securitie Beneficia Owned Following Reported Transacti (Instr. 4) | e Owners s Form: Direct (I) or Indirect (I) (Instr | | Beneficial Ownership ct (Instr. 4) | |
| | | | | | Code | v | (A) | (D) | Date Exe | e rcisab | Expiration le Date | Title | Amount or Number of Shares | r | | | | | | |
| | | Reporting Person* t Managemen | <u>ıt, LF</u> | <u> </u> | | | , | | • | | | , | | | | , | | | | |
| (Last) 200 CLA 52ND FI | RENDON | (First) STREET | (N | fiddle) | | | | | | | | | | | | | | | | |
| (Street) | N | MA | 02 | 2116 | | | | | | | | | | | | | | | | |
| (City) | | (State) | (Z | lip) | | | | | | | | | | | | | | | | |

Chen Bihua

(Last) (First

1. Name and Address of Reporting Person*

(First) (Middle)

C/O CORMORANT ASSET MANAGEMENT, LP 200 CLARENDON STREET, 52ND FLOOR

200 CLARENDON STREET, 32ND FLOOR

(Street)

BOSTON MA 02116

(City) (State) (Zip)

1. Name and Address of Reporting Person*

Cormorant Global Healthcare Master Fund, LP

| (Last) 200 CLARENI 52ND FLOOR | | (Middle) | |
|-------------------------------------|---------|----------|--|
| (Street) BOSTON | MA | 02116 | |
| (City) | (State) | (Zip) | |

Explanation of Responses:

- 1. Cormorant Asset Management, LP ("Cormorant") serves as the investment manager of Cormorant Global Healthcare Master Fund, LP (the "Master Fund"). Cormorant Global Healthcare GP, LLC ("GP LLC") serves as General Partner of the Master Fund. Bihua Chen serves as manager of Cormorant, GP LLC. Each of the Reporting Persons disclaims beneficial ownership of the shares reported herein except to the extent of its or her pecuniary interest therein, and the filing of this Form 4 shall not be construed as an admission that any of the Reporting Persons is the beneficial owner of any such shares for purposes of Section 16(a) of the Securities Exchange Act of 1934 or for any other purpose.
- 2. Represents the weighted average sale price of Common Stock (the "shares") purchased in a series of open market transactions on the transaction date at prices ranging from \$17.36 to \$18.25 per share. The Reporting Persons undertake to provide, upon request by the staff of the Securities and Exchange Commission (the "SEC"), the issuer, or a security holder of the issuer, full information regarding the number of shares purchased at each price. All of the shares reported herein were purchased by the Master Fund.
- 3. Represents the weighted average sale right of the shares purchased in a series of open market transactions on the transaction date at prices ranging from \$18.43 to \$19.06 per share. The Reporting Persons undertake to provide, upon request by the staff of the SEC, the issuer, or a security holder of the issuer, full information regarding the number of shares purchased at each price. All of the shares reported herein were purchased by the Master Fund.

/s/ CORMORANT ASSET
MANAGEMENT, LP By:
Cormorant Asset Management
GP, LLC, its General Partner
/s/ Bihua Chen
/s/ CORMORANT GLOBAL
HEALTHCARE MASTER
FUND, LP By: Cormorant
Global Healthcare GP, LLC,
its General Partner
** 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.