FORM 4

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

| OMB APPROVAL | | | | | | |
|--------------------------|-----------|--|--|--|--|--|
| OMB Number: | 3235-0287 | | | | | |
| Estimated average burden | | | | | | |
| hours per response | 0.5 | | | | | |

longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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 Ty | pe Response | es) | | | | | | | | | | | | | | | |
|---|-------------|---|--|--|--|---------------------------------|--------------------|---|-------------------------|--|---|---|--------------------------------------|--------------------------------------|---|--|-------------------------------------|
| 1. Name and Address of Reporting Person *- Wider Todd | | | | 2. Issuer Name and Ticker or Trading Symbol ABEONA THERAPEUTICS INC. [ABEO] | | | | | | | | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director 10% Owner | | | | | |
| (Last) (First) (Middle) 3333 LEE PARKWAY, SUITE 600 | | | | 3. Date of Earliest Transaction (Month/Day/Year) 12/14/2017 | | | | | | | | e title below) | | er (specify below | v) | | |
| (Street) | | | | 4. If Amendment, Date Original Filed(Month/Day/Year) | | | | | | _X_1 | 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person | | | | | | |
| DALLAS, TX 75219 (City) (State) (Zip) | | | | Table I - Non-Derivative Securities Acqui | | | | | | | Acquired, | | | | | | |
| 1.Title of Security (Instr. 3) 2. Transaction Date (Month/Day/Year | | 2A. Deemed 3. Train Execution Date, if Code | | 4. Securities Ad (A) or Disposed (Instr. 3, 4 and (A) o | | Disposed of 3, 4 and 5) (A) or | of (D) Own Tran | (D) Owned Following Reporte Transaction(s) (Instr. 3 and 4) | | ed | Ownership Form: | Beneficial Ownership | | | | | |
| | | | | | | | | contair | ed ir splay sed o | n this forr ys a curre f, or Benet | n are not ently valid ficially Ow | required OMB co | of inform to respon entrol num | d unless tl | | 474 (9-02) | |
| 1. Title of Derivative Security (Instr. 3) | Conversion | | Date Execution Date (Month/Day/Year) any | 3A. Deemed Execution Date, if | 4. Transaction Code r) (Instr. 8) | | 5. Number | | | Exercisable and on Date | | 7. Title an Amount o Underlyin Securities (Instr. 3 an | f g | Derivative Security (Instr. 5) | 9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s (Instr. 4) | Ownershi Form of Derivative Security: Direct (D) or Indirec | Beneficia Ownershi (Instr. 4) |
| | | | | Code | v | (A) | (D) | Date Exercisable | | piration te | Title | Amount or Number of Shares | | | | | |
| Stock option (right to buy) | \$ 16 | 12/14/2017 | | A | | 30,000 | | 06/14/201 | 8 12 | /14/2027 | Commor stock | 30,000 | \$ 0 | 30,000 | D | | |

Reporting Owners

| | Relationships | | | | | | |
|---|---------------|-----------|---------|-------|--|--|--|
| Reporting Owner Name / Address | Director | 10% Owner | Officer | Other | | | |
| Wider Todd 3333 LEE PARKWAY SUITE 600 DALLAS, TX 75219 | X | | | | | | |

Signatures

| Todd Wider /s/ Stephen B Thompson Attorney In Fact | 12/18/2017 |
|--|------------|
| **Signature of Reporting Person | Date |

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) 100% accelerated vesting on change of control.

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

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.