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

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

Check this box if no 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

s)													
1. Name and Address of Reporting Person* Van Duyne Richard B			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) 1330 AVENUE OF THE AMERICAS, 33RD FLOOR				3. Date of Earliest Transaction (Month/Day/Year) 04/08/2019					Office	er (give title belo	ow)	Other (specify b	elow)
(Street)				4. If Amendment, Date Original Filed(Month/Day/Year)					6. Individual or Joint/Group Filing(Check Applicable Line)  _X_ Form filed by One Reporting PersonForm filed by More than One Reporting Person				
(State)	(Zip)		Tol	blo I No	n Dor	ivativa (	Sagurities	Acqui	rad Dien	asad of ar l	Ronoficially (	Owned	
	2. Transaction Date (Month/Day/Year)	any	te, if	3. Trans Code (Instr. 8)	action 4. Securities Acquired (A) or Disposed of (D)		uired of (D)	1 5. Amount of Securities		es Following (s)	6. Ownership	7. Nature of Indirect Beneficial	
		(Month/Day/Y	Year)	Code	V	Amour	(A) or (D)	Price	(Instr. 3 and 4)			\ /	
	04/08/2019			P		6,000	Δ		6,000			D	
					ed, Di	isposed	of, or Ben	eficiall	-		trol numbe	r.	
Date Ex (Month/Day/Year) an	3A. Deemed Execution Da Year) any	te, if 4. Transact Code	5 5 1 5 1 5 1 5 1 5 1 5 1 5 1 5 1 5 1 5	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3,	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Ti Amo Undo Secu	ount of erlying irities	Security (Instr. 5)	Derivative Securities Beneficially Owned Following Reported	Ownershi Form of Derivativ Security: Direct (D or Indirect	Beneficia Ownersh (Instr. 4)	
					Date	,	Expiration	n	or Number				
	d B  (First) F THE AME  (Street)  10019  (State)  separate line for Date	f Reporting Person decided B  (First) (Middle) F THE AMERICAS, 33RD  (Street)  10019 (State) (Zip)  2. Transaction Date (Month/Day/Year)  04/08/2019  Table II - 10  3. Transaction Date (Month/Day/Year)  3A. Deemed Execution Date (Month/Day/Year)	f Reporting Person* d B  (First) (Middle) F THE AMERICAS, 33RD  (Street)  2. Issuer Na ABEONA 3. Date of Ear 04/08/2019  4. If Amendm  10019 (State)  2. Transaction Date (Month/Day/Year)  2. Transaction Date (Month/Day/Year)  04/08/2019  Table II - Derivative Sec (e.g., puts, call:  3. Transaction Date (Month/Day/Year)  3. Transaction Date (Month/Day/Year)	1. Issuer Name at ABEONA THE ABEO	2. Issuer Name and Ticker ABEONA THERAPEU  (First) (Middle) 3. Date of Earliest Transaction 04/08/2019  (Street) 4. If Amendment, Date Orig  10019  (State) (Zip) Table I - No  2. Transaction Date (Month/Day/Year)  2. Transaction Date (Instr. 8)  Code  04/08/2019  Table II - Derivative Securities Acquir (e.g., puts, calls, warrants, or only many (Month/Day/Year)  3. Transaction Date (Execution Date, if any (Month/Day/Year)  Table II - Derivative Securities Acquir (e.g., puts, calls, warrants, or only many (Month/Day/Year)  3. Transaction Date (Month/Day/Year)  3. Transaction Date (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)	1. Issuer Name and Ticker or Track ABEONA THERAPEUTIC ABEONA THERAPEUTIC BEONA THERA	f Reporting Person depth	2. Issuer Name and Ticker or Trading Symbol ABEONA THERAPEUTICS INC. [ABEONA THERAPEUTICS INC. [	Code   V	2. Issuer Name and Ticker or Trading Symbol ABEONA THERAPEUTICS INC. [ABEO]  (First) (Middle) (Street) (Street) (State) (Zip) (State) (Zip)  Table I - Non-Derivative Securities Acquired, Date (Month/Day/Year) (Month/Day/Year) (Month/Day/Year)  Q4. Deemed Execution Date, if (Month/Day/Year) (Month/Day/Year) (Month/Day/Year)  Q4/08/2019  P 6,000 A 7,71  A separate line for each class of securities beneficially owned directly or indirectly.  Table II - Derivative Securities Acquired, Disposed of, or Disposed	Separate line for each class of securities beneficially owned directly or indirectly.   Separate line for each class of securities beneficially owned directly or indirectly.	2. Issuer Name and Ticker or Trading Symbol ABEONA THERAPEUTICS INC. [ABEO] ABEONA THERAPEUTICS INC. [ABEO]  (Street)  4. If Amendment, Date Original Filed(Month/Day/Year)  (State)  2. Transaction Date (Month/Day/Year)  2. Transaction Date (Month/Day/Year)  2. Transaction Date (Month/Day/Year)  (Month/Day/Year)  2. Transaction Date (Month/Day/Year)  2. Transaction Date (Month/Day/Year)  A Deemed Execution Date, if any (Month/Day/Year)  (Month/Day/Year)  A Deemed Execution Date, if any (Month/Day/Year)  (Month/Day/Year)  A Deemed Execution Date, if any (Month/Day/Year)  A Deemed Execution Date, if any (Month/Day/Year)  Code  A Deemed Execution Date, if any (Month/Day/Year)  Code (A) or Disposed of (D) (Instr. 3, 4 and 5) (Instr. 3 and 4)  Code (A) or Disposed of (D) (Instr. 3, 4 and 5) (Instr. 3 and 4)  Code (A) or Disposed of (D) (Instr. 3, 4 and 5) (Instr. 3 and 4)  Code (A) or Disposed of (D) (Instr. 3, 4 and 5) (Instr. 3 and 4)  Code (A) or Disposed of (D) (Instr. 3, 4 and 5) (Instr. 3 and 4)  Code (A) or Disposed of (D) (Instr. 3, 4 and 5) (Instr. 3 and 4)  Code (A) or Disposed of (D) (Instr. 3, 4 and 5) (Instr. 3 and 4)  Code (A) or Disposed of (D) (Instr. 3, 4 and 5) (Instr. 3 and 4)  Code (A) or Disposed of (D) (Instr. 3, 4 and 5) (Instr. 3 and 4)  Code (A) or Disposed of (D) (Instr. 3, 4 and 5) (Instr. 3 and 4)  Code (A) or Disposed of (D) (Instr. 3, 4 and 5) (Instr. 3, 4 and 5) (Instr. 3, 4 and 5)  Code (A) or Disposed of (D) (Instr. 3, 4 and 5) (Instr. 3, 4 and 5)  Code (A) or Disposed of (D) (Instr. 3, 4 and 5) (Instr. 3, 4 and 5)  Code (A) or Disposed of (D) (Instr. 3, 4 and 5) (Instr. 3, 4 and 5)  Code (A) or Disp	ABEONA THERAPEUTICS INC. [ABEO]  (Pinst) (Middle) (First) (Middle) (Street) (Street) (A) (A) (A) (A) (A) (A) (A) (A) (A) (A

	Relationships				
Reporting Owner Name / Address		10% Owner	Officer	Other	
Van Duyne Richard B 1330 AVENUE OF THE AMERICAS, 33RD FLOOR NEW YORK, NY 10019	X				

# **Signatures**

/s/ Neena M. Patil, as Attorney-in-fact	04/18/2019		
**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).

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.