SEC Form 4

FORM 4

Check this box if no longer subject to
Section 16. Form 4 or Form 5
obligations may continue. *See*
Instruction 1(b).

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

1. Name and Address of Reporting Person[*] Offer Andrew (Last) (First) (Middle) C/O SIGHT SCIENCES, INC. 4040 CAMPBELL AVE, SUITE 100 (Street) MENLO PARK CA 94025 (City) (State) (Zip)	2. Issuer Name **and** Ticker or Trading Symbol Sight Sciences, Inc. [SGHT] 3. Date of Earliest Transaction (Month/Day/Year) 07/19/2021	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director 10% Owner Officer (give title Other (specify below) below)
	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting Person

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	07/19/2021		C		3,162	A	(1)	3,162	D	
Common Stock	07/19/2021		C		2,225,752	A	(1)	2,355,062	I	See footnote(2)

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 Securities Underlying Derivative Security (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: 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				
Series C Preferred Stock	(1)	07/19/2021		C			1,581	(1)	(1)	Common Stock	3,162	(1)	0	D	
Series A Redeemable Convertible Preferred Stock	(1)	07/19/2021		C			1,086,956	(1)	(1)	Common Stock	2,173,912	(1)	0	I	See footnote(2)
Series B Redeemable Convertible Preferred Stock	(1)	07/19/2021		C			25,920	(1)	(1)	Common Stock	51,840	(1)	0	I	See footnote(2)

Explanation of Responses:

1. The preferred stock has no expiration date and automatically converted into two shares of common stock upon the closing of the Issuer's initial public offering.

2. These shares are held of record by Scientific Health Development II, Ltd. ("SHD II"). SHD Management, LLC is the manager of SHD II. The reporting person is the Chief Executive Officer of SHD Management, LLC and may be deemed to beneficially own the shares of common stock held by SHD II.

Remarks:

/s/ Jeremy Hayden, Attorney-in-Fact for Andrew Offer   07/19/2021

** 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.