

INITIAL STATEMENT OF 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

OMB Number:	3235-0104
Estimated average burden hours per response:	0.5

1. Name and Address of Reporting Person* <u>Foundation Fighting Blindness Retinal Degeneration Fund</u> (Last) (First) (Middle) <u>223 S. WEST STREET, SUITE 900</u> (Street) <u>RALEIGH NC 27603</u> (City) (State) (Zip)	2. Date of Event Requiring Statement (Month/Day/Year) <u>10/22/2024</u>	3. Issuer Name and Ticker or Trading Symbol <u>Opus Genetics, Inc. [IRD]</u> 4. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner Officer (give title below) <input checked="" type="checkbox"/> Other (specify below) <u>See Remarks</u> 5. If Amendment, Date of Original Filed (Month/Day/Year) 6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person
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Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock	2,564,752 ⁽¹⁾⁽²⁾	D ⁽³⁾	

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise Price of Derivative Security	5. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
Series A Non-Voting Convertible Preferred Stock	(2)	(2)	Common Stock	6,927,419 ⁽¹⁾ (2)	(2)	D ⁽³⁾	

1. Name and Address of Reporting Person* <u>Foundation Fighting Blindness Retinal Degeneration Fund</u> (Last) (First) (Middle) <u>223 S. WEST STREET, SUITE 900</u> (Street) <u>RALEIGH NC 27603</u> (City) (State) (Zip)
1. Name and Address of Reporting Person* <u>Foundation Fighting Blindness, Inc.</u> (Last) (First) (Middle) <u>6925 OAKLAND MILLS ROAD, #701</u> (Street) <u>COLUMBIA MD 21045</u> (City) (State) (Zip)

Explanation of Responses:

1. Pursuant to the Agreement and Plan of Merger dated as of October 22, 2024 (the "Merger Agreement") among Ocuphire Pharma, Inc. (the "Issuer"), Opus Genetics Inc. ("Target"), Orange Merger Sub I, Inc., a Delaware corporation, and a wholly owned subsidiary of the Issuer ("First Merger Sub"), Orange Merger Sub II, LLC, a Delaware limited liability company, and a wholly owned subsidiary of the Issuer ("Second Merger Sub"), under which (a) First Merger Sub merged with and into the Target, with the Target surviving as a wholly-owned subsidiary of the Issuer (the "First Merger") and (b) following the consummation of the First Merger, the Target will merge with and into Second Merger Sub, with Second Merger Sub surviving as a wholly owned subsidiary of the Issuer (the "Second Merger" and together with the First Merger, the "Mergers"). The Issuer's name following the First Merger was changed to "Opus Genetics, Inc."
2. In accordance with the Merger Agreement, in exchange for the shares of the Target held by the Reporting Persons, at the effective time of the First Merger, Foundation Fighting Blindness Retinal Degeneration Fund ("RDF") received (i) 2,564,752 shares of Issuer common stock, par value \$0.0001 per share (the "Common Stock"), and (ii) 6,927,419 shares of Issuer Series A Non-Voting Convertible Preferred Stock, par value \$0.0001 per share (the "Preferred Stock"). Contingent upon and following stockholder approval of the conversion of the Preferred Stock, each share of Preferred Stock will automatically convert into 1,000 shares of Common Stock.
3. Foundation Fighting Blindness, Inc. ("FFB") is the sole member of RDF and may be deemed to beneficially own the securities owned directly by RDF. RDF has the power to vote and dispose of any securities directly owned by RDF. RDF's board of directors makes voting and investment decisions regarding securities held by RDF, subject to certain approval rights of the board of directors of FFB with respect to transactions exceeding a certain threshold.

Remarks:

For purposes of Section 16 of the Exchange Act of 1934, as amended, the Reporting Persons may be deemed a director by deputation of Issuer by virtue of the fact that Adrienne Graves, PhD and Jean Bennett, MD, PhD were appointed to serve on the board of directors of Issuer following the closing of the First Merger and Dr. Graves is the chair of the board of directors of RDF and a member of the board of directors of FFB and Dr. Bennett is a member of the board of directors of RDF. FFB is the sole member of RDF and may be deemed to beneficially own the securities owned directly by RDF. RDF has the power to vote and dispose of any securities directly owned by RDF. RDF's board of directors makes voting and investment decisions regarding securities held by RDF, subject to certain approval rights of the board of directors of FFB with respect to transactions exceeding a certain threshold.

Foundation Fighting Blindness
Retinal Degeneration Fund, By: /s/ 10/29/2024

Lorna A. Knick, Attorney-in-Fact
for Russell Kelley.

Foundation Fighting Blindness,

Inc. By: /s/ Lorna A. Knick,

Attorney-in-Fact for Jason Menzo

10/29/2024

** 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 5 (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.

POWER OF ATTORNEY

Known all by these presents, that the undersigned hereby constitutes and appoints each of Lorna A. Knick and Clay O. Martin, and each of them acting alone, signing singly, the undersigned's true and lawful attorney-in-fact to: (1) execute for and on behalf of the undersigned, in the undersigned's capacity as an officer, director and/or 10% or more stockholder of Ocuphire Pharma, Inc. (to be renamed "Opus Genetics Inc.") (the "Company"), Forms ID, 3, 4, 5, and Update Passphrase Acknowledgement (and any amendments thereto) in accordance with Section 16(a) of the Securities Exchange Act of 1934, as amended (the "1934 Act") and Schedules 13D and/or Schedules 13G (and any amendments thereto) in accordance with the 1934 Act, and the rules promulgated thereunder; (2) do and perform any and all acts for and on behalf of the undersigned which may be necessary or desirable to complete and execute any such Form ID, 3, 4, 5, and Update Passphrase Acknowledgement and Schedules 13D and/or Schedules 13G (and any amendments thereto) and to file timely such form with the United States Securities and Exchange Commission and any stock exchange or similar authority; and (3) take any other action of any type whatsoever in connection with the foregoing which in the opinion of such attorney-in-fact may be of benefit to, in the best interest of, or legally required by, the undersigned, it being understood that the documents executed by such attorney-in-fact on behalf of the undersigned pursuant to this Power of Attorney shall be in such form and shall contain such terms and conditions as such attorney-in-fact may approve in such attorney-in-fact's discretion.

The undersigned hereby grants to each such attorney-in-fact full power and authority to do and perform any and every act and thing whatsoever requisite, necessary or proper to be done in the exercise of any of the rights and powers herein granted, as fully to all intents and purposes as the undersigned might or could do if personally present, with full power of substitution or revocation, hereby ratifying and confirming that all such attorneys-in-fact, or such attorneys-in-facts' substitute or substitutes, shall lawfully do or cause to be done by virtue of this power of attorney and the rights and powers herein granted. The undersigned acknowledges that the foregoing attorneys-in-fact, in serving in such capacity at the request of the undersigned, are not assuming, nor is the Company assuming, any of the undersigned's responsibilities to comply with Section 16 of the 1934 Act.

The undersigned attests and agrees that the use of an electronic signature in any authentication document that includes the undersigned signatory's typed, conformed signature, and that is filed with or furnished to the Securities and Exchange Commission by or on behalf of the undersigned signatory, the Company or any of its affiliates, constitutes the legal equivalent of the undersigned signatory's manual signature for purposes of authenticating the undersigned signatory's signature to any filing or submission for which it is provided.

This Power of Attorney shall remain in full force and effect until the undersigned is no longer required to file Forms ID, 3, 4 and 5 and Schedules 13D and Schedules 13G with respect to the undersigned's holdings of and transactions in securities issued by the Company, unless earlier revoked by the undersigned in a signed writing delivered to each of the foregoing attorneys-in-fact.

IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of this 21st day of October 2024.

FOUNDATION FIGHTING BLINDNESS RETINAL DEGENERATION FUND

By: /s/ Russell Kelley
Russell Kelley, Managing Director

POWER OF ATTORNEY

Known all by these presents, that the undersigned hereby constitutes and appoints each of Lorna A. Knick and Clay O. Martin, and each of them acting alone, signing singly, the undersigned's true and lawful attorney-in-fact to: (1) execute for and on behalf of the undersigned, in the undersigned's capacity as an officer, director and/or 10% or more stockholder of Ocuphire Pharma, Inc. (to be renamed "Opus Genetics Inc.") (the "Company"), Forms ID, 3, 4, 5, and Update Passphrase Acknowledgement (and any amendments thereto) in accordance with Section 16(a) of the Securities Exchange Act of 1934, as amended (the "1934 Act") and Schedules 13D and/or Schedules 13G (and any amendments thereto) in accordance with the 1934 Act, and the rules promulgated thereunder; (2) do and perform any and all acts for and on behalf of the undersigned which may be necessary or desirable to complete and execute any such Form ID, 3, 4, 5, and Update Passphrase Acknowledgement and Schedules 13D and/or Schedules 13G (and any amendments thereto) and to file timely such form with the United States Securities and Exchange Commission and any stock exchange or similar authority; and (3) take any other action of any type whatsoever in connection with the foregoing which in the opinion of such attorney-in-fact may be of benefit to, in the best interest of, or legally required by, the undersigned, it being understood that the documents executed by such attorney-in-fact on behalf of the undersigned pursuant to this Power of Attorney shall be in such form and shall contain such terms and conditions as such attorney-in-fact may approve in such attorney-in-fact's discretion.

The undersigned hereby grants to each such attorney-in-fact full power and authority to do and perform any and every act and thing whatsoever requisite, necessary or proper to be done in the exercise of any of the rights and powers herein granted, as fully to all intents and purposes as the undersigned might or could do if personally present, with full power of substitution or revocation, hereby ratifying and confirming that all such attorneys-in-fact, or such attorneys-in-facts' substitute or substitutes, shall lawfully do or cause to be done by virtue of this power of attorney and the rights and powers herein granted. The undersigned acknowledges that the foregoing attorneys-in-fact, in serving in such capacity at the request of the undersigned, are not assuming, nor is the Company assuming, any of the undersigned's responsibilities to comply with Section 16 of the 1934 Act.

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IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of this 23rd day of October 2024.

FOUNDATION FIGHTING BLINDNESS, INC.

By: /s/ Jason Menzo
Jason Menzo, Chief Executive Officer