

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL	
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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 Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* <u>HSIEH Wen Hsuan</u>			2. Issuer Name and Ticker or Trading Symbol <u>AEye, Inc. [ LIDR ]</u>			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner Officer (give title below) Other (specify below)					
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) <u>05/10/2022</u>			6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person Form filed by More than One Reporting Person					
ONE PARK PLACE SUITE 200			4. If Amendment, Date of Original Filed (Month/Day/Year)								
(Street)	CA		94568								
(City)	(State)	(Zip)									

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	05/10/2022		A		33,106 <sup>(1)</sup>	A	\$0	75,428	D	
Common Stock								16,300,697	I <sup>(2)(3)</sup>	By KPCB Holdings, Inc.

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					

Explanation of Responses:

- Represents RSUs that, subject to the Reporting Person's continued service to the Issuer, will vest at the earlier of one year from the date of grant or the date of the next annual meeting of stockholders.
- All shares are held for convenience in the name of "KPCB Holdings, Inc., as nominee" for the following accounts: 13,405,167 shares of our common stock held by Kleiner Perkins Caufield & Byers XVI, LLC ("KPCB XVI"), 458,898 shares held by KPCB XVI Founders Fund, LLC ("XVI Founders"), 2,362,303 shares held by Kleiner Perkins Caufield & Byers XIX, LLC ("KPCB XIX"), 22,179 shares held by Kleiner Perkins XIX Friends, LLC ("XIX Friends") and 52,150 shares held by KPCB XIX Founders Fund, LLC ("XIX Founders"). The managing member of KPCB XVI and XVI Founders is KPCB XVI Associates, LLC ("KPCB XVI Associates").
- The Reporting person is a managing member of KPCB XVI Associates, and together with the other managing members of KPCB XVI Associates, exercises shared voting and dispositive control over the shares held by KPCB XVI and XVI Founders. The Reporting Person disclaims beneficial ownership of all shares held by KPCB XVI and XVI Founders except to the extent of his pecuniary interest therein. The managing member of KPCB XIX, XIX Friends and XIX Founders is KPCB XIX Associates, LLC ("KPCB XIX Associates"). The Reporting Person is a managing member of KPCB XIX Associates, together with other managing members. KPCB XIX Associates, exercises shared voting and dispositive control over the shares held by KPCB XIX, XIX Friends and XIX Founders. The Reporting Person disclaims beneficial ownership of all shares held by KPCB XIX, XIX Friends and XIX Founders except to the extent of his pecuniary interest therein.

Remarks:

Andrew S. Hughes, by power of attorney, filed herewith 05/11/2022

\*\* 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.

POWER OF ATTORNEY

Know all by these presents that the undersigned hereby constitutes and appoints each of Andrew S. Hughes, Siraj Husain, and Robert A. B:  
(1) execute for and on behalf of the undersigned, in the undersigned's capacity as an officer and/or director of AEye, Inc. (the "Company") Fo:  
(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 :  
(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 be:

The undersigned hereby grants to each such attorney-in-fact full power and authority to do and perform any and every act and thing what

This Power of Attorney shall remain in full force and effect until the undersigned is no longer required to file Forms 3, 4, and 5 with

IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of this 9th day of May, 2022.

/s/ Wen H. Hsieh  
Wen H. Hsieh