

IRIDEX CORP
Form 4
August 22, 2016

FORM 4

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

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).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
Dizon Romeo R

(Last) (First) (Middle)
1212 TERRA BELLA AVENUE
(Street)

MOUNTAIN VIEW, CA 94043

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
IRIDEX CORP [IRIX]

3. Date of Earliest Transaction (Month/Day/Year)
08/18/2016

4. If Amendment, Date Original Filed (Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

____ Director
____ Officer (give title below) 10% Owner
____ Other (specify below)
Principal Accounting Officer

6. Individual or Joint/Group Filing (Check Applicable Line)
 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 Ownership (Instr. 4) | | | |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|--------|---|--|
| | | | Code | V | Amount | (A) or (D) | Price | | | |
| Common Stock | 08/18/2016 | | M | | 23 | A | \$ 5.92 | 20,123 | D | |
| Common Stock | 08/18/2016 | | S | | 23 | D | \$ 13.6 | 20,100 | D | |
| Common Stock | 08/18/2016 | | M | | 1,667 | A | \$ 5.92 | 21,767 | D | |
| Common Stock | 08/18/2016 | | S | | 1,667 | D | \$ 13.5 | 20,100 | D | |
| Common Stock | 08/19/2016 | | M | | 166 | A | \$ 5.92 | 20,266 | D | |

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| | | | | | | | |
|--------------|------------|---|-------|---|------------|--------|---|
| Common Stock | 08/19/2016 | S | 166 | D | \$ 13.59 | 20,100 | D |
| Common Stock | 08/19/2016 | M | 200 | A | \$ 5.92 | 20,300 | D |
| Common Stock | 08/19/2016 | S | 200 | D | \$ 13.6 | 20,100 | D |
| Common Stock | 08/19/2016 | M | 335 | A | \$ 5.92 | 20,435 | D |
| Common Stock | 08/19/2016 | S | 335 | D | \$ 13.556 | 20,100 | D |
| Common Stock | 08/19/2016 | M | 875 | A | \$ 5.92 | 20,975 | D |
| Common Stock | 08/19/2016 | S | 875 | D | \$ 13.504 | 20,100 | D |
| Common Stock | 08/19/2016 | M | 608 | A | \$ 5.92 | 20,708 | D |
| Common Stock | 08/19/2016 | S | 608 | D | \$ 13.59 | 20,100 | D |
| Common Stock | 08/19/2016 | M | 1,084 | A | \$ 5.92 | 21,184 | D |
| Common Stock | 08/19/2016 | S | 1,084 | D | \$ 13.518 | 20,100 | D |
| Common Stock | 08/19/2016 | M | 1,063 | A | \$ 10.73 | 21,263 | D |
| Common Stock | 08/19/2016 | S | 1,063 | D | \$ 13.5031 | 20,100 | D |
| Common Stock | 08/19/2016 | M | 1,875 | A | \$ 8.58 | 21,975 | D |
| Common Stock | 08/19/2016 | S | 1,875 | D | \$ 13.5005 | 20,100 | D |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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(9-02)

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 | 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 | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) |
|--|------------------------------------|--------------------------------------|--|--------------------------------|---|--|---|
|--|------------------------------------|--------------------------------------|--|--------------------------------|---|--|---|

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| Derivative Security | | | Code | (A) or Disposed of (D) (Instr. 3, 4, and 5) | | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
|--|----------|------------|------|---|-------|---------------------------|-----------------|--------------|----------------------------|
| | | | | (A) | (D) | | | | |
| Stock Option Right to Buy ⁽¹⁾ | \$ 5.92 | 08/18/2016 | M | | 1,690 | 09/19/2014 ⁽²⁾ | 09/19/2020 | Common Stock | 1,690 |
| Stock Option Right to Buy ⁽¹⁾ | \$ 5.92 | 08/19/2016 | M | | 3,268 | 09/19/2014 ⁽²⁾ | 09/19/2020 | Common Stock | 3,268 |
| Stock Option Right to Buy ⁽¹⁾ | \$ 10.73 | 08/19/2016 | M | | 1,063 | 03/24/2015 ⁽²⁾ | 03/24/2022 | Common Stock | 1,063 |
| Stock Option Right to Buy ⁽¹⁾ | \$ 8.58 | 08/19/2016 | M | | 1,875 | 03/06/2014 ⁽²⁾ | 03/06/2021 | Common Stock | 1,875 |

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

Dizon Romeo R
1212 TERRA BELLA AVENUE
MOUNTAIN VIEW, CA 94043

Principal Accounting Officer

Signatures

/s/ Susan Bruce, Attorney-in-Fact for Romeo R.
Dizon

08/22/2016

 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) This option was granted pursuant to IRIDEX Corporation's 2008 Equity Incentive Plan and is exempt to Rule 16b-3.

(2) The shares are subject to vesting according to the following schedule: 1/48th of the total number of shares vest each month.

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

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