

Ophthotech Corp.
Form 4
June 22, 2015

FORM 4

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

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

OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person *
PATEL SAMIR CHANDRAKANT

(Last) (First) (Middle)

**C/O OPHTHOTECH
CORPORATION, ONE PENN
PLAZA, 19TH FLOOR**

(Street)

NEW YORK, NY 10119

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol

Ophthotech Corp. [OPHT]

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

06/19/2015

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

☐ Director ☐ 10% Owner
☒ Officer (give title below) ☐ Other (specify
below)

President

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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	06/19/2015		M ⁽¹⁾		88,904	A	\$ 1.59	88,904	D	
Common Stock	06/19/2015		M ⁽¹⁾		68,157	A	\$ 1.59	68,157	D	
Common Stock	06/19/2015		M ⁽¹⁾		7,937	A	\$ 1.59	7,937	D	
Common Stock	06/19/2015		M ⁽¹⁾		37,377	A	\$ 1.59	37,377	D	
Common Stock	06/19/2015		M ⁽¹⁾		42,583	A	\$ 1.65	42,583	D	

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Common Stock	06/19/2015	<u>M</u> (1)	3	A	\$ 1.65	3	D
Common Stock	06/19/2015	<u>M</u> (1)	14,331	A	\$ 13.22	14,331	D

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

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SEC 1474
(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 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 Underlying Securities (Instr. 3 and 4)		8. Amount or Number of Shares	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option (Right To Buy)	\$ 1.59	06/19/2015		M ⁽¹⁾		88,904		⁽²⁾	05/17/2020	Common Stock	88,904
Stock Option (Right To Buy)	\$ 1.59	06/19/2015		M ⁽¹⁾		68,157		⁽³⁾	05/17/2020	Common Stock	68,157
Stock Option (Right To Buy)	\$ 1.59	06/19/2015		M ⁽¹⁾		7,937		⁽⁴⁾	05/17/2020	Common Stock	7,937
Stock Option (Right To Buy)	\$ 1.59	06/19/2015		M ⁽¹⁾		37,377		⁽⁵⁾	05/17/2020	Common Stock	37,377
Stock Option (Right To Buy)	\$ 1.65	06/19/2015		M ⁽¹⁾		42,583		⁽⁶⁾	05/10/2021	Common Stock	42,583
Stock Option	\$ 1.65	06/19/2015		M ⁽¹⁾		3		⁽⁷⁾	04/08/2022	Common Stock	3

(Right
To Buy)

Stock

Option

(Right

To Buy)

\$ 13.22

06/19/2015

M⁽¹⁾

14,331

(8)

05/28/2023

Common
Stock

14,331

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
PATEL SAMIR CHANDRAKANT C/O OPHTHOTECH CORPORATION ONE PENN PLAZA, 19TH FLOOR NEW YORK, NY 10119	X		President	

Signatures

/s/ Justin Vogel, as Attorney-in-Fact for Samir
Patel

06/22/2015

**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) The exercises reported on this form were effected pursuant to a Rule 10b5-1 trading plan adopted by the Reporting Person on March 13, 2015.

(2) This option was granted on May 18, 2010 and is currently exercisable for all shares underlying the option.

(3) This option was granted on May 18, 2010 and is currently exercisable for all shares underlying the option.

(4) This option was granted on May 18, 2010 and is currently exercisable for all shares underlying the option.

(5) This option was granted on May 18, 2010 and is currently exercisable for all shares underlying the option.

(6) This option was granted on May 11, 2011 and is currently exercisable for all shares underlying the option.

(7) This option was granted on April 9, 2012 and is currently exercisable for all shares underlying the option.

(8) This option was granted on May 29, 2013 and vests over four years, with 2.0833% of the original number of shares underlying the option vesting monthly from the date of grant.

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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