

IRIDEX CORP
Form 4
June 18, 2013

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

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
Mackaness James H

(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)

06/14/2013

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

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

CFO and COO

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	06/14/2013		M		1,057	A	\$ 2.49	43,630	D
Common Stock	06/14/2013		S ⁽¹⁾		1,057	D	\$ 5.4001	42,573	D
Common Stock	06/14/2013		M		6,114	A	\$ 2.49	42,573	D
Common Stock	06/14/2013		S ⁽¹⁾		6,114	D	\$ 5.3739	36,459	D
Common Stock	06/14/2013		M		3,057	A	\$ 0.9	21,800	D

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Common Stock	06/14/2013	S ⁽¹⁾	3,057	D	\$ 5.3739	18,743	D
Common Stock	06/17/2013	M	255	A	\$ 2.49	36,459	D
Common Stock	06/17/2013	S ⁽¹⁾	255	D	\$ 5.5	36,204	D
Common Stock	06/17/2013	M	85	A	\$ 0.9	18,743	D
Common Stock	06/14/2013	S ⁽¹⁾	85	D	\$ 5.5	18,658	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 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)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount or Number of Shares
Stock Option Right to Buy ⁽²⁾	\$ 2.49	06/14/2013		M	1,057	02/02/2008 ⁽³⁾ 01/02/2015	Common Stock 1,057
Stock Option Right to Buy ⁽²⁾	\$ 2.49	06/14/2013		M	6,114	02/02/2008 ⁽³⁾ 01/02/2015	Common Stock 6,114
Stock Option Right to Buy ⁽²⁾	\$ 0.9	06/14/2013		M	3,057	01/01/2009 ⁽³⁾ 12/11/2015	Common Stock 3,057
Stock Option	\$ 2.49	06/17/2013		M	255	02/02/2008 ⁽³⁾ 01/02/2015	Common Stock 255

Right to
Buy (2)

Stock

Option	\$ 5.38	06/17/2013	M	85	01/11/2009 ⁽³⁾	12/11/2015	Common	85
Right to							Stock	
Buy <u>(4)</u>								

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Mackaness James H 1212 TERRA BELLA AVENUE MOUNTAIN VIEW, CA 94043			CFO and COO	

Signatures

/s/ Susan Bruce, Attorney-in-Fact for James H.
Mackaness

06/18/2013

 **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 sale reported in this Form 4 was pursuant to the Reporting Person's Rule 10b5-1 Selling Plan effective March 5, 2013.
- (2) This option was granted pursuant to IRIDEX Corporation's incentive 1998 Stock Plan and is exempt pursuant to Rule 16b-3.
- (3) The shares are subject to vesting according to the following schedule: 1/48th of the total number of shares vest each month.
- (4) This option was granted pursuant to IRIDEX Corporation's 2008 Equity Incentive Plan and is exempt to Rule 16b-3.

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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