

IRIDEX CORP

Form 4

August 22, 2016

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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 Expires: January 31, 2005
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(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 ____ 10% Owner
 ____ Officer (give title ____X____ Other (specify
 below) below)

Principal Accounting Officer

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)
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	V	(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

⁽¹⁾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. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.