IRIDEX CORP Form 4 May 21, 2015

FORM 4

OMB APPROVAL

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

OMB 3235-0287 Number:

Check this box if no longer subject to Section 16. Form 4 or

Washington, D.C. 20549

January 31, Expires: 2005

Form 5

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

Estimated average burden hours per response... 0.5

obligations may continue. See Instruction

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

1(b).

(City)

(Print or Type Responses)

1. Name and Address of Reporting Person * Mackaness James H			2. Issuer Name and Ticker or Trading Symbol IRIDEX CORP [IRIX]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)		
(Last)	(First) (Middle) 3. Date of Earliest Transa		3. Date of Earliest Transaction	(see of feeders)		
			(Month/Day/Year)	Director 10% Owner		
1212 TERRA BELLA AVENUE			05/20/2015	X Officer (give title Other (specify below) CFO and COO		
	(Street)		4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Check		
			Filed(Month/Day/Year)	Applicable Line) _X_ Form filed by One Reporting Person		
MOUNTAIN VIEW, CA 94043				Form filed by More than One Reporting Person		

MOUNTAIN VIEW, CA 94043

(State)

(Zin)

(City)	(State)	(Zip) Tabl	le I - Non-l	Derivative	Secui	rities Acqu	ired, Disposed of	, or Beneficiall	y Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transactic Code (Instr. 8)	4. Securi on(A) or D (Instr. 3,	ispose 4 and (A) or	d of (D)	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	05/20/2015		M	2,000	A	\$ 0.9	44,000	D	
Common Stock	05/20/2015		S	2,000	D	\$ 9.8045 (1)	42,000	D	

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

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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

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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. Transactic Code (Instr. 8)	5. Number proof Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	of Derivative Expiration Date Securities (Month/Day/Year) Acquired (A) or Disposed of (D) (Instr. 3, 4,		7. Title and Amount of Underlying Securities (Instr. 3 and 4)		3 3 4
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Stock Option Right to Buy (2)	\$ 0.9	05/20/2015		M	2,000	(3)	12/11/2015	Common Stock	2,000	

Reporting Owners

MOUNTAIN VIEW, CA 94043

Reporting Owner Name / Address	Relationships						
• 0	Director	10% Owner	Officer	Other			
Mackaness James H							
212 TERRA BELLA AVENUE			CFO and COO				

Signatures

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

Mackaness

05/21/2015

**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).
- The sales price reported in Column 4 of Table 1 represents the weighted average sale price of the shares sold, ranging from \$9.75 to \$9.87 (1) per share. Upon request by the Commission staff, the Issuer, or a security holder of Issuer, the Reporting Person will provide full information regarding the number of shares sold at each separate price.
- (2) This option was granted pursuant to IRIDEX Corporation's 2008 Equity Incentive Plan and is exempt to Rule 16b-3.
- (3) Shares subject to the option are fully vested and exercisable.

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.

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