

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

OMB APPROVAL	
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Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* <u>Caldwell Barry G</u> (Last) (First) (Middle) <u>1212 TERRA BELLA AVENUE</u> (Street) <u>MOUNTAIN VIEW CA 94043</u> (City) (State) (Zip)	2. Date of Event Requiring Statement (Month/Day/Year) <u>07/05/2005</u>	3. Issuer Name and Ticker or Trading Symbol <u>IRIDEX CORP [IRIX]</u>	
		4. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <p style="text-align: center;"><u>President and CEO</u></p>	5. If Amendment, Date of Original Filed (Month/Day/Year) 6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
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Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of Derivative Security	5. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date				
Stock Option Right to Buy ⁽¹⁾	07/05/2006 ⁽²⁾	07/05/2015	Common Stock	65,896	6.07	D
Stock Option Right to Buy ⁽³⁾	07/05/2006 ⁽⁴⁾	07/05/2015	Common Stock	234,104	6.07	D

Explanation of Responses:

- This option was granted pursuant to IRIDEX Corporation's 1998 Stock Plan and is exempt pursuant to Rule 16b-3.
- The shares will vest over a four year period with 1/4 of the total number of shares vesting one year following the grant date and 1/48 of the total number of shares vesting each month thereafter.
- This option was granted pursuant to IRIDEX Corporation's Caldwell Inducement Plan and is exempt pursuant to Rule 16b-3.
- The shares will vest over a four year period and based on the \$100,000 ISO limits, 1/4 of the total number of shares will vest one year following the grant date and 1/48 of the total number of shares will vest each month thereafter.

Remarks:

/s/ Barry G. Caldwell

** Signature of Reporting Person

07/11/2005

Date

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

* If the form is filed by more than one reporting person, see instruction 5 (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).

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.

POWER OF ATTORNEY

The undersigned, as a Section 16 reporting person of IRIDEX Corporation (the "Company"), hereby constitutes and appoints Theodore Boutaoff, Larry Tannenbaum, and Su:

The undersigned hereby ratifies and confirms all that said attorneys-in-fact and agents shall do or cause to be done by virtue hereof. The undersigned acknowledges

This Power of Attorney shall remain in full force and effect until the undersigned is no longer required to file Forms 3, 4, and 5 with respect to the undersigned's

IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of this 8th day of July, 2005.

Signature: s/s Barry G. Caldwell

Print Name: Barry G. Caldwell