

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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

OMB APPROVAL	
OMB Number:	3235-0287
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1. Name and Address of Reporting Person* <b>HAWKINS JAMES B</b>  (Last) (First) (Middle) <b>1212 TERRA BELLA AVENUE</b>  (Street) <b>MOUNTAIN VIEW CA 94043</b>  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <b>IRIDEX CORP [ IRIX ]</b>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) <b>08/13/2014</b>	
	4. 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 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	08/13/2014		M		9,786	A	\$4.86	41,080	D	
Common Stock	08/13/2014		S		9,786	D	\$8.1081 <sup>(1)</sup>	31,294	D	
Common Stock	08/14/2014		M		2,714	A	\$4.86	34,008	D	
Common Stock	08/14/2014		S		2,714	D	\$8.0812 <sup>(2)</sup>	31,294	D	
Common Stock	08/15/2014		M		1,900	A	\$4.86	33,194	D	
Common Stock	08/15/2014		S		1,900	D	\$8.0703 <sup>(3)</sup>	31,294	D	

**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 Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date					
Stock Option Right to Buy <sup>(4)</sup>	\$4.86	08/13/2014		M		9,786		(5)	10/31/2014	Common Stock 9,786	\$0	5,214	D	
Stock Option Right to Buy <sup>(4)</sup>	\$4.86	08/14/2014		M		2,714		(5)	10/31/2014	Common Stock 2,714	\$0	2,500	D	
Stock Option Right to Buy <sup>(4)</sup>	\$4.86	08/15/2014		M		1,900		(5)	10/31/2014	Common Stock 1,900	\$0	600	D	

**Explanation of Responses:**

- The sale price reported in column 4 of Table I represents the weighted average sale price of the shares sold ranging from \$8.10 to \$8.1375 per share. Upon request by the Commission staff, the Issuer, or a security holder of the Issuer, the Reporting Person will provide full information regarding the number of shares sold at each separate price.
- The sales price reported in Column 4 of Table 1 represents the weighted average sale price of the shares sold, ranging from \$8.00 to \$8.135 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.
- The sale price reported in column 4 of Table I represents the weighted average sale price of the shares sold ranging from \$8.00 to \$8.09 per share. Upon request by the Commission staff, the Issuer, or a security holder of the Issuer, the Reporting Person will provide full information regarding the number of shares sold at each separate price.
- This option was granted pursuant to IRIDEX Corporation's incentive 1998 Stock Plan and is exempt pursuant to Rule 16b-3.
- Shares subject to the option are fully vested and immediately exercisable.

**Remarks:**

/s/ Susan Bruce, Attorney-in-Fact for James B. Hawkins 08/15/2014

\*\* Signature of Reporting Person 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 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).**

**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.**