

IRIDEX CORP
Form 4
November 12, 2014

FORM 4

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
BlueLine Catalyst Fund IX, L.P.

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)
3480 BUSKIRK AVENUE, SUITE 214

3. Date of Earliest Transaction (Month/Day/Year)
11/10/2014

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

(Street)

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

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

PLEASANT HILL, CA 94523

(City) (State) (Zip)

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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | Code | V | Amount | (A) or (D) | Price |
| Common Stock | 10/10/2014 | | P | | 12,798 | A | \$ 8.02 |
| | | | | | | | 2,541,885 |
| Common Stock | 10/12/2014 | | P | | 17,237 | A | \$ 8.11 |
| | | | | | | | 2,559,122 |

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

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SEC 1474 (9-02)

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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) | 8. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Owned Following Reporting Transaction (Instr. 6) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|---|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| BlueLine Catalyst Fund IX, L.P. 3480 BUSKIRK AVENUE SUITE 214 PLEASANT HILL, CA 94523 | X | X | | |
| BlueLine Capital Partners, L.P. 3480 BUSKIRK AVENUE SUITE 214 PLEASANT HILL, CA 94523 | X | X | | |
| BlueLine Capital Partners II, L.P. 3480 BUSKIRK AVENUE SUITE 214 PLEASANT HILL, CA 94523 | X | X | | |
| BlueLine Capital Partners III, LP 3480 BUSKIRK AVENUE SUITE 214 PLEASANT HILL, CA 94523 | X | X | | |
| BlueLine Partners, L.L.C. 3480 BUSKIRK AVENUE SUITE 214 PLEASANT HILL, CA 94523 | X | X | | |
| BlueLine Partners II, LLC 3480 BUSKIRK AVENUE SUITE 214 PLEASANT HILL, CA 94523 | X | X | | |

| | | |
|---|---|---|
| Meridian OHC Partners, LP 405 WEED STREET NEW CANAAN, CT 06840 | X | X |
| TSV Investment Partners, LLC 405 WEED STREET NEW CANAAN, CT 06840 | X | X |

Signatures

/s/ Scott A.
Shuda

11/12/2014

 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) These securities were acquired by Meridian OHC Partners, L.P. Meridian OHC Partners, L.P. has agreed to be identified as part of a "group" under Section 13(d) of the Securities Exchange Act. The other members of the group include BlueLine Capital Partners, L.P., BlueLine Capital Partners II, L.P., BlueLine Capital Partners III, L.P., BlueLine Catalyst Fund IX, L.P., BlueLine Partners, L.L.C., and BlueLine Partners II, L.L.C., and TSV Investment Partners, LLC, which is the general partner of Meridian OHC Partners, L.P. Each Reporting Entity may have been deemed to have beneficial ownership of 10% or more of the securities.

Remarks:

Scott A. Shuda, by power of attorney for all reporting persons. The filing of this statement shall not be deemed an admission of

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.