

# **SECOND SIGHT MEDICAL PRODUCTS INC**

Reported by  
**RANDOLPH EDWARD DAVID**

## **FORM 4** (Statement of Changes in Beneficial Ownership)

Filed 12/04/17 for the Period Ending 12/01/17

Address	12744 SAN FERNANDO ROAD, BLDG. 3 SYLMAR, CA, 91342
Telephone	818-833-5000
CIK	0001266806
Symbol	EYES
SIC Code	3845 - Electromedical and Electrotherapeutic Apparatus
Industry	Medical Equipment, Supplies & Distribution
Sector	Healthcare
Fiscal Year	12/31

# FORM 4

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

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## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

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 *			2. Issuer Name and Ticker or Trading Symbol			5. Relationship of Reporting Person(s) to Issuer (Check all applicable)		
<b>Randolph Edward David</b>			<b>SECOND SIGHT MEDICAL PRODUCTS INC [ EYES ]</b>			<input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) <b>Vice President of Manufacturin</b>		
(Last) (First) (Middle) <b>12744 SAN FERNANDO ROAD, SUITE 400</b>			3. Date of Earliest Transaction (MM/DD/YYYY) <b>12/1/2017</b>					
(Street) <b>SYLMAR, CA 91342</b>			4. If Amendment, Date Original Filed (MM/DD/YYYY)			6. Individual or Joint/Group Filing (Check Applicable Line)		
(City) (State) (Zip)						<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 Acquired, Disposed of, or Beneficially Owned**

1. Title of Security (Instr. 3)	2. Trans. Date	2A. Deemed Execution Date, if any	3. Trans. 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	11/30/2017	11/30/2017	A		18553 (1)	A	\$0.96	18575	D	
Common Stock	12/1/2017	12/1/2017	A		18553	D	\$1.25	22	D	

**Table II - Derivative Securities Beneficially Owned ( e.g. , puts, calls, warrants, options, convertible securities)**

1. Title of Derivate Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Trans. Date	3A. Deemed Execution Date, if any	4. Trans. 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		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 of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V		(A)	(D)	Date Exercisable	Expiration Date				
Non-Qualified Stock Option (right to buy)	\$1.9700						1/3/2018 (2)	1/3/2027	Common Stock	151170		151170	D	
Non-Qualified Stock Option (right to buy)	\$4.1000						1/21/2017 (2)	1/21/2026	Common Stock	11513		11513	D	
Non-Qualified Stock Option (right to buy)	\$5.0000						2/1/2009 (3)	2/1/2018	Common Stock	2290		2290	D	
Non-Qualified Stock Option (right to buy)	\$5.0000						11/1/2009 (3)	11/1/2018	Common Stock	25000		25000	D	
Non-Qualified Stock Option (right to buy)	\$5.0000						2/1/2010 (3)	2/1/2019	Common Stock	6750		6750	D	
Non-Qualified Stock Option (right to buy)	\$5.0000						2/1/2011 (3)	2/1/2020	Common Stock	20750		20750	D	
Non-Qualified Stock Option (right to buy)	\$5.0000						3/1/2012 (3)	3/1/2021	Common Stock	8313		8313	D	
Non-Qualified Stock Option (right to buy)	\$5.0000						3/1/2013 (3)	3/1/2022	Common Stock	7750		7750	D	
Non-Qualified Stock Option (right to buy)	\$5.0000						4/1/2015 (3)	4/1/2024	Common Stock	10937		10937	D	
Non-Qualified Stock Option (right to buy)	\$9.0000						9/26/2015 (3)	9/26/2024	Common Stock	65895		65895	D	
Non-Qualified Stock Option (right to buy)	\$13.0900						3/25/2016 (3)	3/25/2025	Common Stock	6250		6250	D	

**Explanation of Responses:**

- (1) 18,553 shares, acquired as part of scheduled ESSP purchases on 11/30/2017 and sold on 12/1/2017.
- (2) Options vest over a four year term of which one-fourth vests on the Date Exercisable, with the remaining options vesting quarterly over three years thereafter.
- (3) Options vest in 4 yearly increments starting with the Date Exercisable.

**Reporting Owners**

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
<b>Randolph Edward David</b> <b>12744 SAN FERNANDO ROAD</b> <b>SUITE 400</b> <b>SYLMAR, CA 91342</b>			<b>Vice President of Manufacturin</b>	

**Signatures**/s/ Edward Randolph12/4/2017

\*\*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.

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