

SECOND SIGHT MEDICAL PRODUCTS INC

Reported by
WILLIAMS GREGG

FORM 4

(Statement of Changes in Beneficial Ownership)

Filed 11/24/17 for the Period Ending 11/21/17

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

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

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

OMB APPROVAL
OMB Number: 3235-0287
Estimated average burden
hours per response... 0.5

**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)	
Williams Gregg		SECOND SIGHT MEDICAL PRODUCTS INC [EYES]		<input checked="" type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner	
(Last) (First) (Middle)		3. Date of Earliest Transaction (MM/DD/YYYY)		<input type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below)	
12744 SAN FERNANDO ROAD, SUITE 400		11/21/2017			
(Street)		4. If Amendment, Date Original Filed (MM/DD/YYYY)		6. Individual or Joint/Group Filing (Check Applicable Line)	
SYLMAR, CA 91342				<input checked="" type="checkbox"/> Form filed by One Reporting Person	
(City) (State) (Zip)				<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	11/21/2017		P	(U)	24604	(U)	A	\$1.1882	(U)	19482572	I	See footnote (2)

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	Title	Amount or Number of Shares				
Warrant to Purchase Common	\$5.00							2/23/2013	2/28/2018	COMMON STOCK	408548		408548	I	See footnote (2)
Warrant to Purchase Common Stock	\$1.47							3/13/2017	3/13/2022	Common Stock	6802721		6802721	I	See footnote (2)

Explanation of Responses:

- Sam B Williams 95 GST Trust, a trust of which Mr. Williams is trustee, acquired 24,604 shares of common stock reported on this Form 4 on November 21, 2017 at an average price of \$1.1882 per share, in multiple open market transactions at prices ranging from \$1.16 to \$1.20 inclusive. The reporting person undertakes to provide the issuer or the staff of the SEC, upon request, full information regarding the number of shares acquired at each separate price.
- Of which, (i) Gregg Williams 2006 Trust, a trust of which Mr. Williams is trustee, owned 13,598,612 shares of common stock and warrants to purchase 6,971,269 shares of common stock, (ii) Williams International Co. LLC, whose manager is Mr. Williams, owns 1,484,254 shares and warrants to purchase 240,000 shares, (iii) Sam Williams Family Investments LLC, whose manager is Mr. Williams, owns 4,358,082 shares (and excludes warrants, with \$5.00 exercise price per share, to purchase 214,921 shares, that expired July 31, 2017), and (iv) Sam B Williams 95 GST Trust, owns 41,624 shares common stock following November 21, 2017 purchases.

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Williams Gregg 12744 SAN FERNANDO ROAD, SUITE 400 SYLMAR, CA 91342	X	X		

Signatures

/s/ Tom Miller By Power-of-Attorney

11/24/2017

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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