FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL									
OMB Number:	3235-028								
Estimated average h	urden								

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

37 hours per response: 0.5

Name and Address of Reporting Person*  CLIVED DAVID B.						2. Issuer Name <b>and</b> Ticker or Trading Symbol Ophthotech Corp. OPHT										5. Relationship of Reporting Person(s) to Issuer (Check all applicable)						
GUYER DAVID R						<u>abumatan aarbi</u> ( am 1										X Direct	or		10% O	wner		
(Last)	(F	irst)	(Middle)		3. [	Date of Earliest Transaction (Month/Day/Year)									$\dashv$	X Office below			Other ( below)	specify		
C/O OPI	HTHOTEC	01/	01/04/2018										<b>Executive Chairman</b>									
ONE PENN PLAZA, 35TH FLOOR																						
							If Amendment, Date of Original Filed (Month/Day/Year)										6. Individual or Joint/Group Filing (Check Applicable					
(Street)								,		3				,	Lin	e)				·		
NEW YORK NY 10119																X Form filed by One Reporting Person				on		
*																	Form filed by More than One Reporting Person					
(City)	(S	tate)	(Zip)																			
		Tab	le I - No	n-Deriv	ative	Sec	curiti	ies Ac	quir	red, I	Dis	posed o	of, oı	Ben	neficial	ly Owne	d					
1. Title of S	Security (Ins	tr. 3)		2. Transa	action				3. 4. Securities										vnership	7. Nature		
Date (Monti					/Day/Year) i		Execution Date, if any		Code (Instr.					. 3, 4 and	Benefic	ially	(D) o	Form: Direct (D) or Indirect	of Indirect Beneficial			
				(Month/Day/Year		ar) 8)			<del>                                     </del>			Reporte		(I) (Ir 	(I) (Instr. 4)	Ownership (Instr. 4)						
							C	ode	V	Amount		(A) or (D)	Price	Transad (Instr. 3								
Common Stock 01/04/					/2018	2018				M		6,250		Α	(1)	42,458			D			
Common	Stock			01/05	/2018	3				S		3,798	(2)	D	\$3.17	7 <sup>(3)</sup> 38,660		D				
		Ţ	able II -	Deriva	tive S	Secu	ıritie	s Acq	uire	ed, Di	ispo	osed of	, or I	Bene	ficially	Owned						
				(e.g., p	uts,	calls	s, wa	rrants	s, op	otion	s, c	onverti	ble s	secu	rities)							
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution I if any (Month/Day	Date,		ransaction ode (Instr.		ı of		ate Exe iration nth/Day	Date		7. Title and Amount of Securities Underlying Derivative Seci (Instr. 3 and 4)		14)	8. Price of Derivative Security (Instr. 5)	9. Number derivative Securities Beneficial Owned Following Reported Transactio (Instr. 4)	OV Fo Di or (I)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)		
														- 1	Amount or							
					Code	v	(A)	(D)	Date Exer	e rcisable		xpiration ate	Title	- 1	Number of Shares							
Restricted Stock	(1)	01/04/2018			М			6.250		(4)	١,	1/03/2026	Com	mon	6.250	\$0.00	12,500	)	D			

## **Explanation of Responses:**

Units

- 1. Restricted stock units converted into common stock on a one-for-one basis upon vesting of the units.
- 2. Represents shares automatically sold pursuant to the prespecified terms of the applicable Restricted Stock Unit Agreement to satisfy the reporting person's minimum statutory withholding obligations with respect to the income recognized by the reporting person upon the vesting of the restricted stock units on January 4, 2018.
- 3. These shares were disposed of in multiple transactions on January 5, 2018 at actual sales prices ranging from \$3.16 to \$3.19 per share. The price reported reflects the weighted average sale price for the transactions. The reporting person undertakes to provide upon request by the staff of the Securities Exchange Commission, the issuer or a security holder of the issuer, full information regarding the number of shares sold at each separate price.
- 4. On January 4, 2016, the reporting person was granted an award of 25,000 restricted stock units, which vests with respect to 25% of the shares subject to the award on each of the first, second, third and fourth anniversaries of the grant date, subject to continued employment with the issuer and the other terms and conditions under the issuer's 2013 Stock Incentive Plan.

/s/ David F. Carroll, as 01/05/2018 Attorney-in-Fact for David R. <u>Guyer</u>

\*\* Signature of Reporting Person Date

Stock

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.