FORM 4

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UNITED STATES SECURITIES AND EXCHANGE COMMISSION

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

| | * | 2 Issuer Name and Ticker or Trading Symbol |
|---|---|---|
| J | 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 |
| | | |

| 1. Name and Address of Reporting Person* SBLENDORIO GLENN | | | | 2. Issuer Name and Ticker or Trading Symbol IVERIC bio, Inc. [ISEE] | | | | | | | ationship of Reportin k all applicable) Director | g Person(s) to Issuer 10% Owner | | |
|---|----------|--------------|---|--|--|----------|------------------------------------|---------------|------------------------|---|---|---|------------|--|
| (Last) (First) (Middle) C/O IVERIC BIO, INC. ONE PENN PLAZA, 35TH FLOOR | | | 3. Date of Earliest Transaction (Month/Day/Year) 04/01/2020 | | | | | | | X Officer (give title Other (specify below) President and CEO | | | | |
| (Street) NEW YORK NY 10119 (City) (State) (Zip) | | | | | nendment, Date of C | Original | Filed | (Month/Day/Ye | 6. Indiv Line) X | ' | | | | |
| | Т | able I - Nor | า-Deriva | ıtive S | tive Securities Acquired, Disposed of, or Beneficially Owned | | | | | | | | | |
| 1. Title of Security (Instr. 3) 2. Transa Date (Month/D | | | | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | | 4. Securities Disposed Of 5) | | | 5. Amount of Securities Beneficially Owned Following Reported | 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 | Transaction(s) (Instr. 3 and 4) | | (111301.4) | |
| Common Stock 04/01 | | | 04/01/ | ′2020 | | M | | 18,750 | A | (1) | 225,061 ⁽²⁾ | D | | |
| | <u> </u> | Table II - I | Derivati | ve Sec | curities Acquii | red. D | ispo | sed of. or | Benef | icially C | wned | | | |

| 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. Transa Code (8) | | of Deri Sec Acq (A) (Disp of (I | umber vative urities uired or oosed O) (Instr. 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 | Title | Amount or Number of Shares | | | | |
| Restricted Stock Units | (1) | 04/01/2020 | | M | | | 18,750 | (3) | (3) | Common Stock | 18,750 | \$0 | 0 | D | |

Explanation of Responses:

- 1. Restricted stock units converted into common stock on a one-for-one basis upon vesting of the units.
- 2. This total includes 6,507 shares acquired by the Reporting Person on March 16, 2020 under the Registrant's 2016 Employee Stock Purchase Plan.
- 3. On April 1, 2016, the Reporting Person was granted an award of 75,000 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 Registrant and the other terms and conditions under the Registrant's 2013 Stock Incentive Plan. In December 2019, the Reporting Person terminated an automatic sale instruction under the Restricted Stock Unit Agreement that was intended to trigger sales of stock to satisfy the Reporting Person's minimum statutory withholding tax obligations with respect to the income recognized by the Reporting Person upon the vesting of the restricted stock units. The Reporting Person has opted to satisfy such withholding tax obligations in cash, in lieu of automatic sales of vested stock

/s/ Todd Anderman, as

04/03/2020 Attorney-in-Fact for Glenn P.

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** 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.