## SEC Form 4

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## FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Check this box if no longer subject t	0
Section 16. Form 4 or Form 5	
obligations may continue. See	
Instruction 1(b).	

### STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

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

1. Name and Address of Reporting Person			2. Issuer Name <b>and</b> Ticker or Trading Symbol <u>Ophthotech Corp.</u> [ OPHT ]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
GUYER DA	<u>VID R</u>			X	Director	10% Owner			
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year)	- X	Officer (give title below)	Other (specify below)			
C/O OPHTHOTECH CORPORATION			05/02/2016	Chief Executive Officer					
ONE PENN PL	AZA, 19TH FI	LOOR							
(Street)			4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indiv Line)	vidual or Joint/Group Filir	ng (Check Applicable			
NEW YORK	NY	10119		X	Form filed by One Rep	porting Person			
			-		Form filed by More that Person	an One Reporting			
(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)						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)
		Cod		v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(instr. 4)
Common Stock	05/02/2016		M <sup>(1)</sup>		22,060	A	\$10.03	54,451	D	
Common Stock	05/02/2016		S <sup>(1)</sup>		17,421	D	<b>\$46.01</b> <sup>(2)</sup>	37,030	D	
Common Stock	05/02/2016		S <sup>(1)</sup>		4,639	D	<b>\$</b> 46.82 <sup>(3)</sup>	32,391	D	

# 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)				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				
Stock Options (Right to Buy)	\$10.03	05/02/2016		М			22,060	(4)	04/25/2023	Common Stock	22,060	\$0.00	102,724	D	

#### Explanation of Responses:

1. The exercises and sales reported on this form were effected pursuant to a Rule 10b5-1 trading plan adopted by the Reporting Person on August 7, 2015.

2. These shares were disposed of in multiple transactions on May 2, 2016 at actual sales prices ranging from \$45.56 to \$46.55 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.

3. These shares were disposed of in multiple transactions on May 2, 2016 at actual sales prices ranging from \$46.57 to \$47.18 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. This option was granted on April 26, 2013 and vests as to 1/48 of the shares underlying such option each month until April 2017.

/s/ Justin Vogel, as Attorney-in-05/04/2016 Fact for David Guyer

\*\* 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.