

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

OMB APPROVAL

OMB Number: 3235-0104
Estimated average burden
hours per response: 0.5Filed 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* <u>Novo A/S</u>	2. Date of Event Requiring Statement (Month/Day/Year) 09/24/2013	3. Issuer Name and Ticker or Trading Symbol <u>Ophthotech Corp. [OPHT]</u>	
		4. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director <input checked="" type="checkbox"/> 10% Owner Officer (give title below) <input checked="" type="checkbox"/> Other (specify below) SEE REMARKS	5. If Amendment, Date of Original Filed (Month/Day/Year)
(Last) (First) (Middle) <u>TUBORG HAVNEVEJ 19</u>			6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person Form filed by More than One Reporting Person
(Street) <u>HELLERUP G7 2900</u>			
(City) (State) (Zip)			

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
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Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise Price of Derivative Security	5. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
<u>SERIES A PREFERRED STOCK</u>	(1)	(1)	<u>COMMON STOCK</u>	<u>14,374,443</u> ⁽¹⁾⁽²⁾⁽³⁾	(1)	D	
<u>SERIES B PREFERRED STOCK</u>	(1)	(1)	<u>COMMON STOCK</u>	<u>5,208,334</u> ⁽¹⁾⁽²⁾⁽⁴⁾	(1)	D	
<u>SERIES C PREFERRED STOCK</u>	(1)	(1)	<u>COMMON STOCK</u>	<u>15,438,009</u> ⁽¹⁾⁽²⁾⁽⁵⁾	(1)	D	
<u>SERIES A PREFERRED STOCK WARRANT (RIGHT TO BUY)</u>	(6)(7)	06/18/2017	<u>SERIES A PREFERRED STOCK</u>	<u>70,000</u> ⁽¹⁾⁽²⁾⁽⁶⁾⁽⁷⁾	(6)(7)	D	

Explanation of Responses:

- Series A, B and C Preferred Stock (collectively, the "Preferred Stock") has no expiration date and is convertible into shares of the Issuer's Common Stock on a one-for-5.9000 basis upon the closing of the Issuer's initial public offering (the "IPO Closing").
- Does not give effect to the one-for-5.9000 reverse stock split that will occur upon the IPO Closing.
- Excludes 370,591 shares of Common Stock issuable upon conversion for dividends that accrued on each series of Preferred Stock prior to conversion.
- Excludes 112,752 shares of Common Stock issuable upon conversion for dividends that accrued on each series of Preferred Stock prior to conversion.
- Excludes 22,748 shares of Common Stock issuable upon conversion for dividends that accrued on each series of Preferred Stock prior to conversion.
- Does not give effect to the one-for-5.9000 reverse stock split with respect to the shares underlying the warrant that will occur upon the IPO Closing and excludes shares of Common Stock issuable upon exercise for dividends that accrued prior to exercise.
- The warrant was originally issued at an exercise price of \$0.01 per share. Upon the IPO Closing, the warrant will become exercisable for shares of the Issuer's Common Stock at an exercise price of \$0.059 per share, after giving effect to the one-for-5.9000 reverse stock split that will occur upon the IPO Closing and an adjustment to account for additional shares issuable as accrued stock dividends.

Remarks:

Novo A/S is a Danish limited liability company. The board of directors of Novo A/S (the "Novo Board"), currently is comprised of Sten Scheibye, Goran Ando, Jorgen Boe, Jeppe Christiansen, Steen Riisgaard and Per Wold-Olsen, has shared investment and voting control over the securities of the Issuer held by Novo A/S (the "Shares") and may exercise such control only with the support of a majority of the Novo Board. As such, no individual member of the Novo Board is deemed to hold any beneficial ownership or reportable pecuniary interest in the Shares.

/s/ Thorkil Kastberg
Christensen, Chief Financial 09/24/2013
Officer of Novo A/S

** 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 5 (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.