

**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, DC 20549**

FORM 8-K

**CURRENT REPORT PURSUANT
TO SECTION 13 OR 15(D) OF THE
SECURITIES EXCHANGE ACT OF 1934**

Date of report (Date of earliest event reported): May 28, 2015

SECOND SIGHT MEDICAL PRODUCTS, INC.

(Exact Name of Registrant as Specified in Its Charter)

California

(State or Other Jurisdiction of Incorporation)

333-198073

(Commission File Number)

02-0692322

(IRS Employer Identification No.)

**12744 San Fernando Road, Building 3
Sylmar, California 91342**

(Address of Principal Executive Offices)

(818) 833-5000

(Registrant's Telephone Number, Including Area Code)

(Former Name or Former Address, if Changed Since Last Report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Item 5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.

On May 28, 2015, Mr. Matthew Pfeffer was appointed to the Board of Directors of Second Sight Medical Products, Inc. (the "Company"). Mr. Pfeffer was also appointed as the Chair of the Audit Committee. The Company's Board determined that Mr. Pfeffer qualifies as an independent director as defined under section 5605(a)(2) of the NASDAQ Listing Rules and that he qualifies as financial expert as defined under section 407 of Sarbanes-Oxley Act of 2002 as amended.

Mr. Pfeffer, age 57, serves as Corporate Vice President and Chief Financial Officer of MannKind Corporation since April 2008. Previously, Mr. Pfeffer served as Chief Financial Officer and Senior Vice President of Finance and Administration of VaxGen, Inc. from March 2006 until April 2008, with responsibility for finance, tax, treasury, human resources, IT, purchasing and facilities functions. Prior to VaxGen, Mr. Pfeffer served as Chief Financial Officer of Cell Genesys, Inc. During his nine year tenure at Cell Genesys, Mr. Pfeffer served as Director of Finance before being named Chief Financial Officer in 1998. Prior to that, Mr. Pfeffer served in a variety of financial management positions at other companies, including roles as Corporate Contoller, Manager of Internal Audit and Manager of Financial Reporting. Mr. Pfeffer began his career at Price Waterhouse. Mr. Pfeffer graduated from the University of California, Berkeley and is a Certified Public Accountant.

There is no family relationship between Mr. Pfeffer and the Company's officers and directors. Mr. Pfeffer was not appointed as a result of any arrangement or understanding between him and any other persons. Mr. Pfeffer and the Company have not entered into any transaction, nor is any transaction proposed, which would require disclosure pursuant to Item 404(a) of Regulation S-K.

On June 3, 2015, the Company issued a press release disclosing Mr. Pfeffer's appointment to the Board of Directors. The Company's press release is attached as Exhibit 99.1 to this Report and is incorporated herein by reference.

Item 7.01 Regulation FD Disclosure.

A copy of a slide presentation that the Company will use during presentations made before individuals and small groups in New York City on June 3, 2015 and at the Three Part Advisors East Coast IDEAS Investor Conference 2015, to be held in Boston, Massachusetts on June 4, 2015 (the "Presentation Materials"), is attached to this Current Report on Form 8-K as Exhibit 99.2 and is incorporated by reference herein. The Presentation Materials speak as of the date of this Current Report on Form 8-K unless another date is specifically shown. While the Company may elect to update the Presentation Materials in the future or reflect events and circumstances occurring or existing after the date of this Current Report on Form 8-K, the Company specifically disclaims any obligation to do so. Additionally, the Company has posted the Presentation Materials on the Investor Relations section of the Company's website: <http://investors.secondsight.com>.

The information contained in this Item 7.01 and Exhibit 99.2 hereto shall not be deemed "filed" for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the "Exchange Act"), or incorporated by reference in any filing under the Securities Act of 1933, as amended, or the Exchange Act, except as shall be expressly set forth by reference in such a filing.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits.

99.1 Press Release issued June 3, 2015

99.2 Second Sight Medical Products, Inc. Investor Presentation dated June 2015

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Date: June 3, 2015

SECOND SIGHT MEDICAL PRODUCTS, INC.

/s/ Thomas B. Miller

By: Thomas B. Miller
Chief Financial Officer



Second Sight Appoints Matthew J. Pfeffer to Its Board of Directors

Sylmar, CA, June 3, 2015 – Second Sight Medical Products, Inc. (NASDAQ: EYES) ("Second Sight" or "the Company"), a developer, manufacturer and marketer of implantable visual prosthetics that provide functional vision to blind patients, today announced that Matthew J. Pfeffer, Corporate Vice President and Chief Financial Officer of MannKind Corporation, has been appointed to its Board of Directors effective immediately. Mr. Pfeffer qualifies as a financial expert under SEC regulations, and will serve as the Chair of the Committee.

"We are excited to welcome Matthew Pfeffer to the Board and to draw on his expertise as a seasoned life sciences executive and leader in our industry as we work to build the market for the Argus® II Retinal Prosthesis, advance our product pipeline, and build shareholder value," said Dr. Robert Greenberg, President and CEO of Second Sight.

"Matthew Pfeffer will bring the same thoughtful financial leadership to Second Sight that he has delivered as Chief Financial Officer of MannKind. I am confident that he will make a meaningful and immediate contribution to our distinguished Board of Directors," added Alfred E. Mann, Chairman of the Board of Directors of Second Sight and Executive Chairman of the Board of Directors of MannKind Corporation.

Since 2008, Mr. Pfeffer has been Corporate Vice President and Chief Financial Officer of MannKind Corporation. Previously, Mr. Pfeffer served as Chief Financial Officer and Senior Vice President of Finance and Administration of VaxGen, Inc., with responsibility for finance, tax, treasury, human resources, IT, purchasing and facilities functions. Prior to VaxGen, Mr. Pfeffer served as CFO of Cell Genesys, Inc. where during his nine year tenure he served as Director of Finance before being named CFO in 1998. Mr. Pfeffer previously served in a variety of financial management positions at other companies, including roles as Corporate Controller, Manager of Internal Audit, and Manager of Financial Reporting. Mr. Pfeffer is a Certified Public Accountant and began his career at Price Waterhouse.

About the Argus® II Retinal Prosthesis System

Second Sight's Argus II System provides electrical stimulation that bypasses the defunct retinal cells and stimulates remaining viable cells inducing visual perception in individuals with severe to profound Retinitis Pigmentosa. The Argus II works by converting images captured by a miniature video camera mounted on the patient's glasses into a series of small electrical pulses, which are transmitted wirelessly to an array of electrodes implanted on the surface of the retina. These pulses are intended to stimulate the retina's remaining cells, resulting in the perception of patterns of light in the brain. The patient then learns to interpret these visual patterns, thereby regaining some visual function. The Argus II is the first artificial retina to receive widespread approval, and is offered at approved centers in Canada, France, Germany, Italy, Netherlands, Saudi Arabia, Spain, Switzerland, Turkey, United Kingdom, and the United States.

About Second Sight

Second Sight's mission is to develop, manufacture and market innovative implantable visual prosthetics to enable blind individuals to achieve greater independence. Second Sight has developed, and manufactures, the Argus® II Retinal Prosthesis intended to provide some useful vision to individuals with outer-retinal degenerations such as Retinitis Pigmentosa (RP). A trial with the Argus II Retinal Prosthesis is currently enrolling to test the safety and efficacy of the Argus II in patients with Dry AMD. Second Sight is also developing the Orion™ I Visual Cortical Prosthesis to restore some vision to individuals who are blind due to causes other than preventable or treatable conditions. U.S. Headquarters are in Sylmar, CA, and European Headquarters are in Lausanne, Switzerland. For more information, visit www.secondsight.com.

Safe Harbor

This press release contains forward-looking statements within the meaning of Section 27A of the Securities Act of 1933, as amended, and Section 21E of the Securities Exchange and Exchange Act of 1934, as amended, which are intended to be covered by the "safe harbor" created by those sections. All statements in this release that are not based on historical fact are "forward looking statements." These statements may be identified by words such as "estimates," "anticipates," "projects," "plans," or "planned," "seeks," "may," "will," "expects," "intends," "believes," "should" and similar expressions or the negative versions thereof and which also may be identified by their context. All statements that address operating performance or events or developments that Second Sight expects or anticipates will occur in the future are forward-looking statements. While management has based any forward looking statements included in this release on its current expectations, the information on which such expectations were based may change. Forward-looking statements involve inherent risks and uncertainties which could cause actual results to differ materially from those in the forward-looking statements, as a result of various factors including those risks and uncertainties described in the Risk Factors and in Management's Discussion and Analysis of Financial Condition and Results of Operations sections of our Annual Report on Form 10-K as filed on March 17, 2015 and our other reports filed from time to time with the Securities and Exchange Commission. We urge you to consider those risks and uncertainties in evaluating our forward-looking statements. We caution readers not to place undue reliance upon any such forward-looking statements, which speak only as of the date made. Except as otherwise required by the federal securities laws, we disclaim any obligation or undertaking to publicly release any updates or revisions to any forward-looking statement contained herein (or elsewhere) to reflect any change in our expectations with regard thereto or any change in events, conditions or circumstances on which any such statement is based.

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individual Investors

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Investor Presentation

June 2015

Forward Looking Statements



This presentation contains certain forward-looking information about Second Sight that is intended to be covered by the safe harbor for "forward-looking statements" provided by the Private Securities Litigation Reform Act of 1995, as amended. Forward-looking statements are statements that are not historical facts. Words such as "anticipate," "believe," "estimate," "expect," "intend," "may," "plan," "predict," "project," "target," "potential," "will," "would," "could," "should," "continue," "strong," "up coming," and similar expressions are intended to identify forward-looking statements. These statements include, but are not limited to, statements regarding our ability to successfully develop and commercialize our products; our ability to expand our long-term business opportunities; financial projections and estimates and their underlying assumptions; and future performance.

In this document, we refer to information regarding potential markets for products and other industry data. We believe that all such information has been obtained from reliable sources that are customarily relied upon by companies in our industry. However, we have not independently verified any such information.

Forward-looking statements may address the following subjects among others: expected products, applications, customers, technologies and performance, coverage and insurance reimbursements, results of clinical studies, success of research and development and our expectations concerning our business strategy. Forward-looking statements involve inherent risks and uncertainties which could cause actual results to differ materially from those in the forward-looking statements, as a result of various factors including those risks and uncertainties referred to in the Risk Factors and in Management's Discussion and Analysis of Financial Condition and Results of Operations sections of our Annual Report on Form 10-K as filed on March 17, 2015 and our other reports filed from time to time with the Securities and Exchange Commission. The audience is cautioned not to place undue reliance on these forward-looking statements that speak only as of the date hereof, and we do not undertake any obligation to revise and disseminate forward-looking statements to reflect events or circumstances after the date hereof, or to reflect the occurrence of or non-occurrence of any events.



Bloomberg Video: Tech that Lets the Blind See

Review Copy

TOP NEWS

- SHOPIFY SIGNALS MORE BILLION-DOLLAR IPOs TO CANADA'S TECH SCENE
- UKRAINE FINANCE MINISTER SIGNALS CREDITOR TALKS MAKING PROGRESS
- IRISH BANKERS PLAY THE FALL GUY AS GOVERNMENT SEEKS RE-ELECTION
- EX-FORTRESS MANAGER SAID TO PLAN WEST COAST DISTRESSED-DEBT FUND
- WHISKY PAYS PRICE FOR SWEDEN'S PURSUIT OF EUROPEAN POWER UNITY
- OIL'S WHODUNIT MOMENT COMING WITH MILLIONS OF BARRELS TO VANISH

Bloomberg	AUD-USD	NZD-USD	AUD-JPY	AUD-NZD	EUR-AUD	USD-KRW
MAY 21 8:47 ET	2-DAY VIEW	2-DAY VIEW	2-DAY VIEW	2-DAY VIEW	2-DAY VIEW	2-DAY VIEW

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- <http://www.bloomberg.com/news/videos/2015-05-21/bionic-eyes-give-second-sight-to-the-blind>

Second Sight's Purpose: Restoring vision to the blind



YouTube Video: First Implant at Duke Eye Center



<https://www.youtube.com/watch?v=CiyGOUHD2nI>

Second Sight's Purpose: Restoring vision to the blind



- Restoring vision to the blind with the Argus® II platform technology
- Targeting significant addressable market of over 8 million people
- Commercial stage – FDA, Canada, EU, & Turkey regulatory approvals
- Strong financial position –
 - Successful IPO in November 2014 (raised gross proceeds of \$36.2M)
 - Company is debt free
- Shares outstanding –
 - Total shares outstanding: 35.4M
 - Fully diluted shares including options and warrants: 39.4M

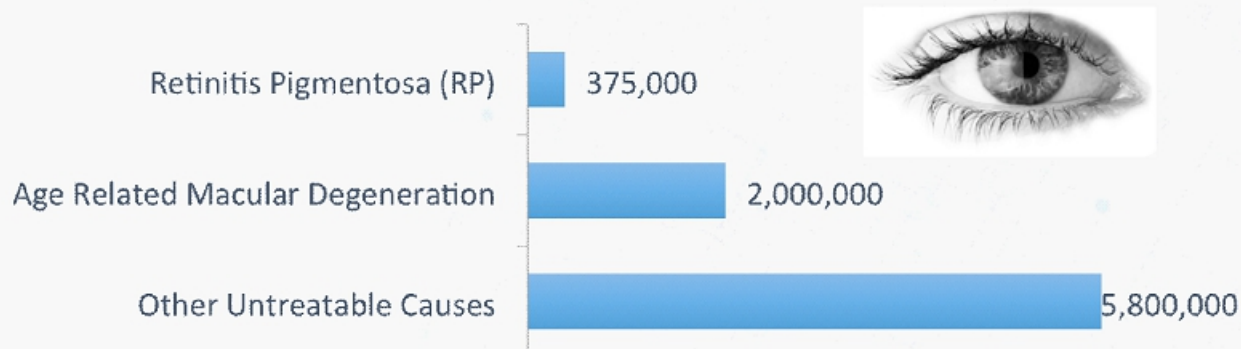


39 million people worldwide are legally blind

8 million patients globally are legally blind due to unpreventable causes

Second Sight's Global Addressable Markets

(# individuals worldwide)



The Argus® II System – A 25 Year Journey

NASDAQ: EYES



Argus II Glasses

Video Processing Unit (VPU)

Argus II Implant



60 electrodes

1 Miniature video camera captures scene

1

2 System bypasses dead photoreceptors and stimulates underlying neurons

2

3 Communication to VPU and to implant

3

4 Processes video and transforms into instructions for implant

4

Experienced Management and Board

NASDAQ: EYES



Decades of Experience Creating Value from Disruptive Technology

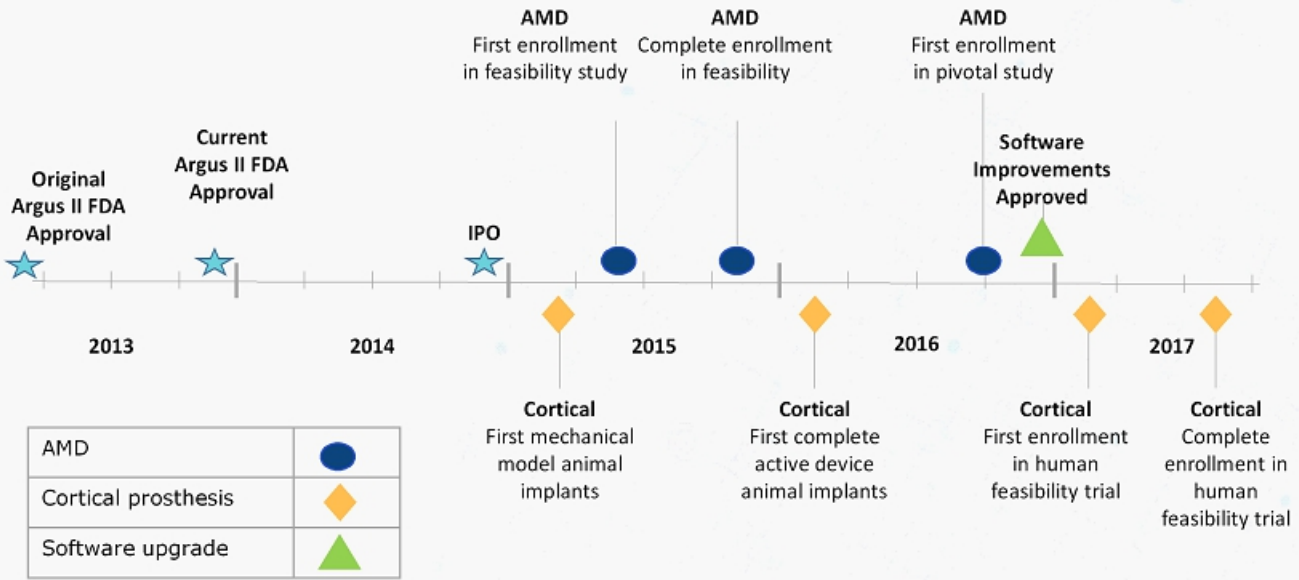
Robert Greenberg	Alfred E. Mann
<i>President, CEO & Director</i>	<i>Chairman & Founder</i>
<ul style="list-style-type: none"> • Co-managed the Alfred E. Mann Foundation • Served as lead reviewer for IDEs and 510(k)s at the Office of Device Evaluation at FDA 	<ul style="list-style-type: none"> • Directs MannKind Corporation • Served as CEO of MiniMed (acquired by Medtronic) and Pacesetter Systems; Co-CEO of Advanced Bionics Corporation

William J. Link	Aaron Mendelsohn	Gregg Williams
<i>Director</i>	<i>Director & Founder</i>	<i>Director</i>
<ul style="list-style-type: none"> • Co-founder and managing director of Versant Ventures • Founded and served as Chairman and CEO of Chiron Vision • Experienced ophthalmology investor 	<ul style="list-style-type: none"> • Served on the board of Advanced Bionics • Founder and director of MRG, sold to Medtronic 	<ul style="list-style-type: none"> • CEO of Williams International Corporation • Director of General Aviation Manufacturers Association



R&D: Regulatory Milestones

NASDAQ: EYES





Resolution enhancement without adding electrodes

- Controlling the relative stimulation applied to adjacent electrodes can produce spatial patterns of stimulation between electrodes (virtual electrodes)
- Potential resolution enhancement: 10x – 100x at the pixel level
- Large body of work to draw upon in cochlear implant technology
- Capital efficient path to resolution enhancement
- Key variables:
 - Relative pulse amplitude in adjacent electrodes
 - Pulse shape
 - Pulse duration

From Bonham and Litvak, "Current Focusing and Steering," Hearing Research 242 (2008), 141-153.



Preliminary data indicates Argus II may be an effective treatment for AMD

- Experimental work conducted in Armand Tanguay Jr.'s lab at USC indicated simulations with retinal prostheses in AMD patients may:
 - Improve time to grasp a target object and ability to avoid obstacles to grasping a target
 - Improve functional depth task performance
 - Allow blind patients to perform daily tasks with more ease, accuracy, and speed

Human experiments at Johns Hopkins produced phosphenes in two AMD patients

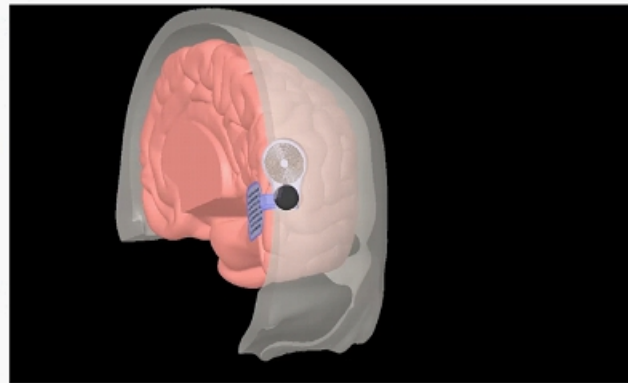


The Orion I visual prosthesis – low development risk, 5 million+ patients

Objective: bypass the optic nerve and directly stimulate the visual cortex

Risks Mitigated:

- Orion I requires relatively minor modifications to the Argus II device
- Direct cortical stimulation to restore vision previously demonstrated by multiple academic groups including Brindley, Dobbelle, and NIH researchers
- Clinical precedent - FDA approval recently obtained by NeuroPace for the NeuroPace RNS System, a brain cortex neurostimulation device for the treatment of epilepsy





U.S. Reimbursement Status at Launch

- Argus II candidates are Medicare eligible regardless of age due to their disability
- In the U.S. many reimbursement objectives have been met:
 - Billing codes for the device and surgical procedure (CPT, ICD-9-CM, HCPCS)
 - Transitional pass-through payment from Medicare for the device



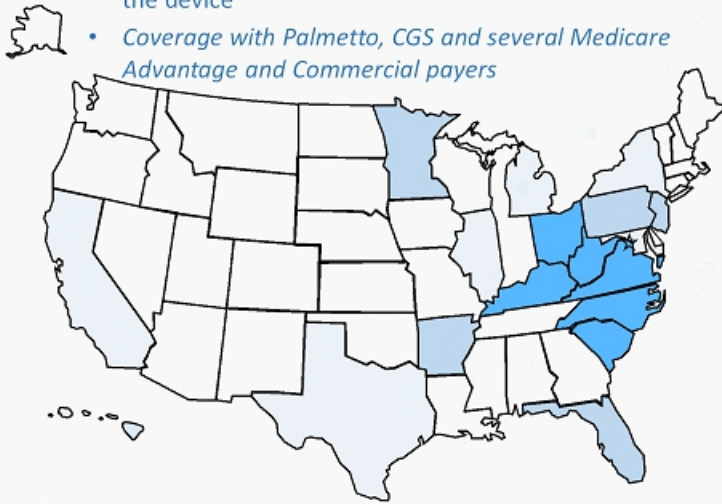
Published Coverage		Case-by-Case Coverage
Medicare	Commercial/ Medicare Advantage	Prior Authorization

U.S. Reimbursement Status – June 3, 2015

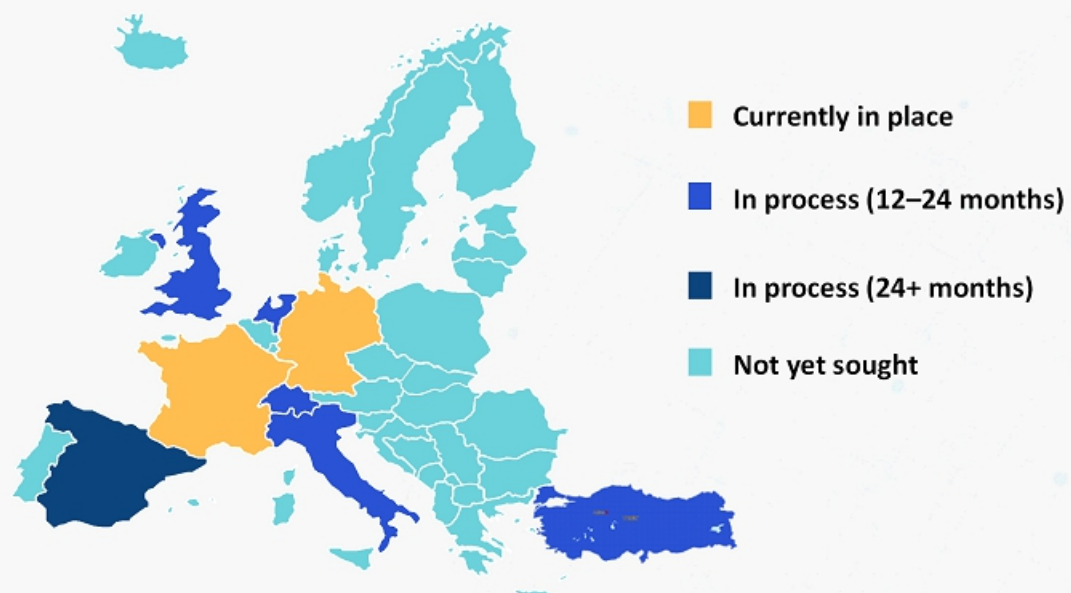


- Argus II candidates are Medicare eligible regardless of age due to their disability
- In the U.S. many reimbursement objectives have been met:

- Billing codes for the device and surgical procedure (CPT, ICD-9-CM, HCPCS)
- Transitional pass-through payment from Medicare for the device
- *Coverage with Palmetto, CGS and several Medicare Advantage and Commercial payers*



Published Coverage		Case-by-Case Coverage
Medicare	Commercial/ Medicare Advantage	Prior Authorization
Palmetto	Health Net	BCBS of MI (MA)
CGS	Ameri-Health	HMSA BCBS (MA)
	Independence BC	Humana (MA)
	BCBS of Arkansas	Humana (PPO)
	Priority Health (MA)	Humana Choice
	AV Med	Cigna (PPO)
	Medica-HUD (MA)	Kaiser SC
		Group Health (MA)
		Emblem Health (MA)
		HCSC BCBS (MA)
		Wellcare (MA)
		HealthSun (MA)
		BCBS of NC (MA)
	United Health Care	
	United Health Care (MA)	
	VHA	
	Aetna	
	Medica	
	Independence BC	



Implanting Centers Worldwide



- North America – 13 centers; in discussions with 12 more
- EU/Middle East – 12 centers; in discussions with 12 more
- Asia partnerships anticipated as technology platform matures

North America	Germany	France
Kellogg – Univ. Michigan	University Aachen	CHU Bordeaux
Univ. Southern California	University Cologne	CHU Strasbourg
Toronto Western Hospital	University Hamburg	CHNO des XV-XX (Paris)
Wills Eye – Philadelphia	University Lübeck	
Duke Eye Center	City Karlsruhe	
Texas Retina Assoc. – Dallas	Clinic Sulzbach	
Bascom Palmer–Univ. Miami		
Wilmer – Johns Hopkins		
Emory University		
Univ. Illinois Chicago		
Mayo Clinic – Minnesota		
Retina Consultants of Hawaii - Honolulu		
University of Minnesota		
	Saudi Arabia	
	King Khaled Eye Specialist Hospital	
		Italy
		Firenze
		Camposanpiero (Venice)



- State of the art manufacturing facility located in Sylmar, California
- 10,000 square feet of controlled environment rooms (CERs).
- Current capacity: ~1,200 units / year

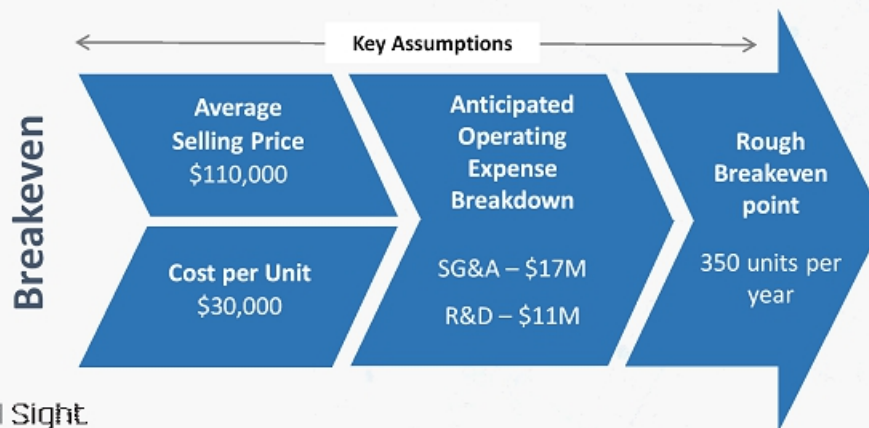
10 devices/month

- Current manufacturing capacity
- Utilizing half the space
- Current staff level

Scale up to

100 devices/month

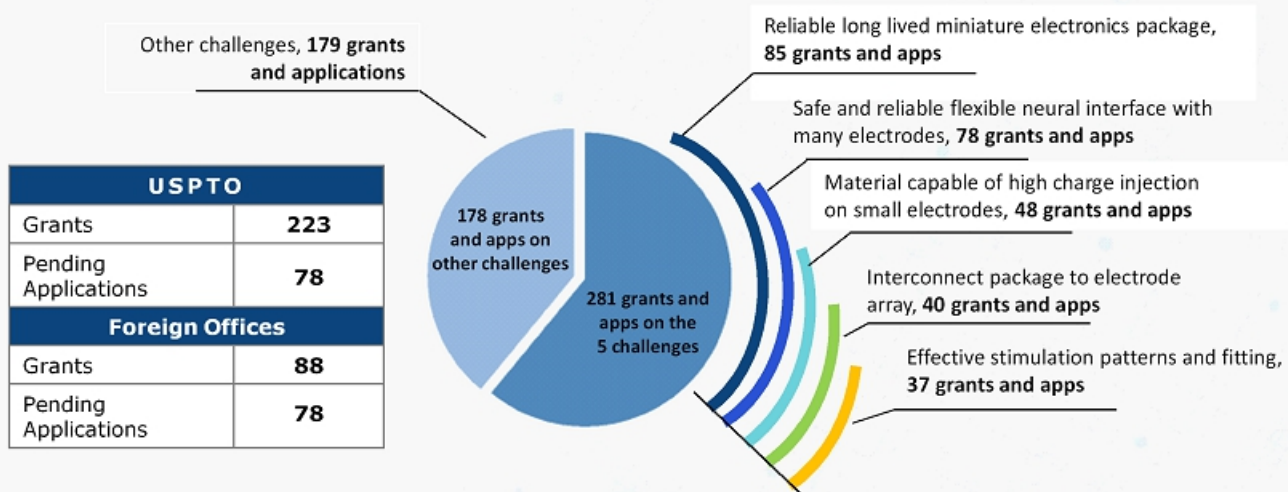
- Same manufacturing facility
- Utilizing the full space
- Additional staff
- Using two full shifts





Large portfolio creates significant barriers to entry

We solved five very difficult technical problems that to our knowledge no other company has solved. Our patent portfolio contains a large number of claims covering these solutions:





Dominant industry position for the foreseeable future

	Regulatory Approval		Commercialized	Limitations
	CE	FDA		
 retina implant (Germany)	✓	✗	✗	<ul style="list-style-type: none"> Most devices reported to fail within 3-9 months post-implant 8 hour surgical procedure Requires clear eye optics and cannot be easily adapted to cortical stimulation
 ixium vision (France)	✗	✗	✗	<ul style="list-style-type: none"> Employs optical data link, requiring clear optics. Cannot be easily adapted to cortical stimulation
 Eye & Health Care NIDEK CO., LTD. (Japan)	✗	✗	✗	<ul style="list-style-type: none"> Current implant tested for a few months in two subjects
 NanoRetina (Israel)	✗	✗	✗	<ul style="list-style-type: none"> No human implantation

Major Awards & Recognition

NASDAQ: EYES





- Restoring vision to the blind with the Argus II platform technology
- Targeting **significant addressable market** of over 8 million people
- Securing our market leading position with **strong patent protection**
- Ensuring **first mover advantage** as the only device with U.S. FDA approval
- Demonstrating **reimbursement success** in the U.S. and Europe
- Enhancing financial flexibility to execute strategic objectives with successful IPO and **strong balance sheet**



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