

# FORM 4

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

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

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

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

(Print or Type Responses)

1. Name and Address of Reporting Person McGuire Jonathan Will			2. Issuer Name and Ticker or Trading Symbol SECOND SIGHT MEDICAL PRODUCTS INC [EYES]			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below)		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 05/19/2017			Chief Executive Officer		
12744 SAN FERNANDO ROAD, SUITE 400			4. If Amendment, Date Original Filed(Month/Day/Year)			6. Individual or Joint/Group Filing(Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person		
(Street) SYLMAR, CA 91342								
(City) (State) (Zip)			<b>Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned</b>					

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	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			
Common Stock	05/18/2017	05/18/2017	M		11,875 (1)	A	\$ 1.16	71,673	D	
Common Stock	05/19/2017		D		4,562	D	\$ 1.1499	67,111 (2)	D	

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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**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. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (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 of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V		(A)	(D)	Date Exercisable	Expiration Date				
Warrant to Purchase Common Stock	\$ 1.47						03/14/2017	03/14/2022	Common Stock	6,794		6,794	D	
Non-Qualified Stock Option (right to buy)	\$ 1.97						01/03/2018 (3)	01/03/2027	Common Stock	571,330		571,330	D	
Non-Qualified Stock Option (right to buy)	\$ 4.10						01/21/2017 (3)	01/21/2026	Common Stock	21,290		21,290	D	
Non-Qualified Stock Option (right to buy)	\$ 12.43						08/17/2016 (3)	08/17/2025	Common Stock	420,000		420,000	D	

Restricted Stock Unit (RSU)	(4)	05/19/2017	05/19/2017	M			11,875	08/17/2016(3)	08/17/2019	Common Stock	190,000	(5)	106,875	D	
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## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
McGuire Jonathan Will 12744 SAN FERNANDO ROAD SUITE 400 SYLMAR, CA 91342	X		Chief Executive Officer	

## Signatures

/s/ Jonathan Will McGuire		05/22/2017
<small>Signature of Reporting Person</small>		<small>Date</small>

## Explanation of Responses:

- \* 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).
- (1) 11,875 shares of common stock acquired upon quarterly vesting of Restricted Stock Units (RSUs).
- (2) 4,562 shares were sold to satisfy the tax withholding requirements on vesting of RSUs.
- (3) Options and RSUs vest over a 4 year term, with 25% vesting on the Date Exercisable as set forth in this Form 4 and thereafter vesting in 12 equal quarterly installments of 6.25%.
- (4) Each restricted stock unit represents a contingent right to receive one share of common stock of the Company.
- (5) Not Applicable.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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