

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

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

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

1. Name and Address of Reporting Person* <u>SVLSF IV, LLC</u>  (Last) (First) (Middle) <u>ONE BOSTON PLACE</u> <u>201 WASHINGTON STREET, SUITE 3900</u>  (Street) <u>BOSTON MA 02108</u>  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>Ophthotech Corp. [ OPHT ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  Director <input checked="" type="checkbox"/> 10% Owner  Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) <u>05/29/2014</u>	
	4. If Amendment, Date of 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

**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)	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 <sup>(1)</sup>	05/29/2014		S		238,787	D	\$40.99 <sup>(6)</sup>	4,403,812	I	See Footnote <sup>(1)(5)</sup>
Common Stock <sup>(2)</sup>	05/29/2014		S		238,787	D	\$40.99 <sup>(6)</sup>	4,403,812	I	See Footnote <sup>(2)(5)</sup>
Common Stock <sup>(3)</sup>	05/29/2014		S		232,195	D	\$40.99 <sup>(6)</sup>	4,282,236	D	
Common Stock <sup>(4)</sup>	05/29/2014		S		6,592	D	\$40.99 <sup>(6)</sup>	121,576	D	
Common Stock <sup>(1)</sup>	05/30/2014		S		71,836	D	\$41.01 <sup>(7)</sup>	4,331,976	I	See Footnote <sup>(1)(5)</sup>
Common Stock <sup>(2)</sup>	05/30/2014		S		71,836	D	\$41.01 <sup>(7)</sup>	4,331,976	I	See Footnote <sup>(2)(5)</sup>
Common Stock <sup>(3)</sup>	05/30/2014		S		69,853	D	\$41.01 <sup>(7)</sup>	4,212,383	D	
Common Stock <sup>(4)</sup>	05/30/2014		S		1,983	D	\$41.01 <sup>(7)</sup>	119,593	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. Transaction Code (Instr. 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)					

1. Name and Address of Reporting Person\*  
SVLSF IV, LLC  
 (Last) (First) (Middle)  
ONE BOSTON PLACE  
201 WASHINGTON STREET, SUITE 3900  
 (Street)  
BOSTON MA 02108  
 (City) (State) (Zip)

1. Name and Address of Reporting Person\*  
SV Life Sciences Fund IV (GP), L.P.

(Last)	(First)	(Middle)
ONE BOSTON PLACE		
201 WASHINGTON STREET, SUITE 3900		
<hr/>		
(Street)		
BOSTON	MA	02108
<hr/>		
(City)	(State)	(Zip)

1. Name and Address of Reporting Person\*

SV LIFE SCIENCES FUND IV, L.P.

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(Last)	(First)	(Middle)
ONE BOSTON PLACE		
201 WASHINGTON STREET, SUITE 3900		
<hr/>		
(Street)		
BOSTON	MA	02108
<hr/>		
(City)	(State)	(Zip)

1. Name and Address of Reporting Person\*

SV LIFE SCIENCES FUND IV STRATEGIC PARTNERS, L. P.

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(Last)	(First)	(Middle)
ONE BOSTON PLACE		
201 WASHINGTON STREET, SUITE 3900		
<hr/>		
(Street)		
BOSTON	MA	02108
<hr/>		
(City)	(State)	(Zip)

**Explanation of Responses:**

- These shares are owned directly by SV Life Sciences Fund IV, L.P. ("SVLS IV LP") and SV Life Sciences Fund IV Strategic Partners, L.P. ("Strategic Partners"). SV Life Sciences Fund IV (GP), L.P. ("SVLS IV GP"), the general partner of SVLS IV LP and Strategic Partners, may be deemed to share voting and dispositive power over the shares held by SVLS IV LP and Strategic Partners. SVLS IV GP disclaims beneficial ownership of shares held by SVLS IV LP and Strategic Partners except to the extent of any pecuniary interest therein.
- These shares are owned directly by SVLS IV LP and Strategic Partners. SVLSF IV, LLC, the general partner of SVLS IV GP, may be deemed to share voting and dispositive power over the shares held by SVLS IV LP and Strategic Partners. SVLSF IV, LLC disclaims beneficial ownership of shares held by SVLS IV LP and Strategic Partners except to the extent of any pecuniary interest therein.
- These shares are held directly by SVLS IV LP.
- These shares are held directly by Strategic Partners.
- SVLS IV LP and Strategic Partners (each a "Fund", or collectively the "Funds") may be deemed to beneficially own the shares held by each other Fund because of certain contractual relationships among the Funds and their affiliates. The Funds disclaim beneficial ownership of shares held by any other Fund except to the extent of any pecuniary interest therein.
- The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$40.73 to \$41.34, inclusive. The reporting person undertakes to provide to the Registrant, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote.
- The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$40.19 to \$41.35, inclusive. The reporting person undertakes to provide to the Registrant, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote.

/s/ Thomas B. Rosedale      06/02/2014  
(pursuant to power of attorney)

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(pursuant to power of attorney)

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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.**