

IRIDEX CORP  
Form 8-K/A  
February 19, 2013

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**

Washington, DC 20549

**FORM 8-K/A**

**CURRENT REPORT**

Pursuant to Section 13 or 15(d) of

The Securities Exchange Act of 1934

Date of Report (Date of earliest event reported)

December 5, 2012

**IRIDEX CORPORATION**

(Exact name of registrant as specified in its charter)

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(State or other jurisdiction  
of incorporation)

(Commission  
File Number)  
1212 Terra Bella Avenue

(IRS Employer  
Identification No.)

Mountain View, California 94043

(Address of principal executive offices, including zip code)

(650) 940-4700

(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))

This Amendment No. 1 on Form 8-K/A (this Form 8-K/A ) amends Item 5.02 of the Current Report on Form 8-K filed by IRIDEX Corporation, a Delaware corporation (the Company ), with the Securities and Exchange Commission on December 5, 2012 (the Original Form 8-K ). Capitalized terms not defined herein shall have the meanings ascribed to such terms in the Original Form 8-K.

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

Item 5.02 of the Original Form 8-K stated that Mr. Shuda s compensation as a non-employee director would be determined by the Compensation Committee of the Board (the Committee ).

On February 12, 2013, the Committee and Mr. Shuda agreed that, commencing with the first fiscal quarter of 2013, Mr. Shuda would receive the standard annual cash retainer for non-employee members of the Board of \$20,000 per year (paid quarterly), without further equity compensation or compensation for future appointment to any committee of the Board.

**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.

**IRIDEX CORPORATION**

By: /s/ JAMES H. MACKANESS  
James H. Mackaness

Chief Financial Officer and Chief Operating Officer

Date: February 19, 2013