

HAWKINS JAMES B
Form 4
July 01, 2011

FORM 4

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
HAWKINS JAMES B

(Last) (First) (Middle)
1212 TERRA BELLA AVENUE
(Street)

MOUNTAIN VIEW, CA 94043

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
IRIDEX CORP [IRIX]

3. Date of Earliest Transaction
(Month/Day/Year)
07/01/2011

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 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 Ownership (Instr. 4)
			Code	V	Amount (A) or (D) Price		
Common Stock	07/01/2011		A		5,063 (1)	A	\$ 0 5,063 D

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

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 control number.

SEC 1474
(9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

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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. Nu Deriv Secur Bene Own Follo Repo Trans (Instr
						Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
HAWKINS JAMES B 1212 TERRA BELLA AVENUE MOUNTAIN VIEW, CA 94043		X		

Signatures

/s/ Susan Bruce, Attorney-in-Fact for James B. Hawkins
 **Signature of Reporting Person
 07/01/2011
 Date

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) Shares are represented by restricted stock units and will vest one hundred percent (100%) on July 1, 2012.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number. TYLE="margin-top:0px;margin-bottom:0px" ALIGN="center">Beneficially

Owned By

Each

Reporting

Person

With

7.

Sole Voting Power

2,772,912 shares of Class A Common Stock (subject to 2(a) above)

8.

Shared Voting Power

34,311 shares of Class A Common Stock (1)

9.

Sole Dispositive Power

2,772,912 shares of Class A Common Stock (subject to 2(a) above)

10.

Shared Dispositive Power

34,311 shares of Class A Common Stock (1)

11.

Aggregate Amount Beneficially Owned by Each Reporting Person

2,807,223 shares of Class A Common Stock

12.

Check Box if the Aggregate Amount in Row (11) Excludes Certain Shares "

13.

Percent of Class Represented by Amount in Row (11)

Explanation of Responses:

12.2%

14.

Type of Reporting Person

IN

(1) Held by the David and Alice N. Schwartz Charitable Remainder Unitrust (the Unitrust), of which David and Alice N. Schwartz are the sole trustees.

Item 1. Security and Issuer.

This statement relates to the Class A Common Stock, par value \$0.0001 per share (Class A Common Stock), of Bio-Rad Laboratories, Inc. (Bio-Rad or the Company), whose principal offices are located at 1000 Alfred Nobel Drive, Hercules, California 94547.

Item 2. Identity and Background.

Item 2 of the Schedule 13D is hereby amended and restated as follows:

Reference is made to the statement on Schedule 13D filed with the Securities and Exchange Commission (the Commission) on February 16, 1982 by David Schwartz, as last amended by Amendment No. 3 to the statement on Schedule 13D filed with the Commission on January 7, 1994 and revised on January 19, 1995 by David Schwartz (the Prior Filing). Each of David Schwartz and Alice N. Schwartz (sometimes collectively referred to as the Shareholders) has agreed to file this statement jointly in an agreement entered into pursuant to Rule 13d-1(k)(1) under the Securities Exchange Act of 1934, as amended, and attached as an exhibit to this statement, which agreement is hereby incorporated by reference. The Prior Filing is incorporated by reference and is hereby amended by this statement which is filed by the Shareholders, with respect to whom the following information relates.

(a)-(c), (f). This statement is being filed by (1) David Schwartz, Chairman of the Board of Bio-Rad, and (2) Alice N. Schwartz, a Director of Bio-Rad, retired and owner of a one-half community property interest in all shares owned beneficially by David Schwartz.

The business address of each of David Schwartz and Alice N. Schwartz is c/o Bio-Rad Laboratories, Inc., 1000 Alfred Nobel Drive, Hercules, California 94547.

David Schwartz and Alice N. Schwartz are both citizens of the United States of America.

(d), (e). During the last five years, neither David Schwartz nor Alice N. Schwartz has been convicted in a criminal proceeding (excluding traffic violations and similar misdemeanors) or has been a party to a civil proceeding of a judicial or administrative body of competent jurisdiction and as a result of such proceeding was or is subject to a judgment, decree or final order enjoining future violations of, or prohibiting or mandating activities subject to, federal or state securities laws or finding any violation with respect to such laws.

Item 3. Source and Amount of Funds or Other Consideration.

Item 3 to the Schedule 13D is hereby amended, in pertinent part, as follows:

No funds were exchanged in the transactions set forth in Item 5 below.

Item 4. Purpose of Transaction.

Item 4 to the Schedule 13D is hereby amended, in pertinent part, as follows:

The purpose of the transactions set forth in Item 5 was estate planning.

The purpose of the Shareholders' ownership of Bio-Rad shares has been control of the Company. The Shareholders control the management of the Company and may be deemed to be parents of the Company as that term is defined in the Rules and Regulations of the Commission.

Item 5. Interest in Securities of the Issuer.

Item 5 to the Schedule 13D is hereby amended, in pertinent part, as follows:

(a)-(b). David Schwartz owns beneficially 2,807,223 shares of Class A Common Stock, representing 12.2% of the issued and outstanding Class A Common Stock. This includes 34,311 shares of Class A Common Stock held by the Unitrust, of which David and Alice N. Schwartz are the sole trustees. Alice N. Schwartz, as the spouse of David Schwartz, has a one-half community property interest in all shares of this class owned beneficially by David Schwartz.

(c). Since the most recent filing of a statement on Schedule 13D, the following transactions have been effected by David Schwartz:

Date	No. of Shares of Class A Common Stock Acquired (Disposed)	Type	Price Per Share	Ownership
10/11/96	(2,500)(1)	Gift		Direct
7/25/97	(1,314)(1)	Gift		Direct
5/05/98	(1,200)(1)	Gift		Direct
4/08/99	(2,612)(1)	Gift		Direct
11/27/00	(1,600)(1)	Gift		Direct
1/16/01	(1,600)(1)	Gift		Direct
12/05/02	(665)	Gift		Direct
12/03/03	(400)	Gift		Direct
12/19/03	(11,437)	Transfer to the Unitrust(2)		Direct
1/05/04	(360)	Gift		Direct
3/18/04	(380)	Gift		Direct
2/23/05	(860)	Gift		Direct
12/28/05	(15,250)	Transfer to Unitrust(2)		Direct
1/14/06	(300)	Gift		Direct
12/28/06	(7,624)	Transfer to Unitrust(2)		Direct
3/13/07	(350)	Gift		Direct
2/28/08	(240)	Gift		Direct
3/25/09	(400)	Gift		Direct
5/12/09	(101,332)	GRAT distribution		Indirect
2/12/10	(274)	Gift		Direct
4/29/10	(16,172)	GRAT distribution		Indirect
10/05/11	(282,092)	GRAT distribution		Indirect

(1) Adjusted to reflect two-for-one stock split that became effective on March 7, 2002.

(2) Held by the Unitrust, of which David and Alice N. Schwartz are the sole trustees.

(d), (e). Not applicable.

Item 6. Contracts, Arrangements, Understandings or Relationships with Respect to Securities of the Issuer.

Item 6 to the Schedule 13D is hereby amended, in pertinent part, as follows:

David Schwartz and Alice N. Schwartz have indirect beneficial ownership of 4,060,054 shares of Class B Common Stock, par value \$0.0001 per share (Class B Common Stock), of the Company held by Blue Raven Partners, L.P., a California limited partnership (the Partnership), over which they have shared voting and dispositive power, as the result of their positions as general partners in the Partnership.

David Schwartz and Alice N. Schwartz are general partners in DANSA Partners Limited, a California limited partnership (DANSA Partners), which, from time to time, holds securities of the Company. As general partners of DANSA Partners, David Schwartz and Alice N. Schwartz have voting and dispositive power of DANSA Partners shares. Currently, DANSA Partners holds 41,176 shares of Class B Common Stock. Separate from DANSA Partners, David Schwartz and Alice N. Schwartz are the beneficial owners of 461,926 shares of Class B Common Stock as individuals, over which they have sole voting power. In addition, David Schwartz has 97,098 shares of Class B Common Stock exercisable within sixty days pursuant to options and which constitute community property.

As the result of the foregoing, David Schwartz and Alice N. Schwartz have beneficial ownership of an aggregate of 4,660,254 shares of Class B Common Stock, representing 88.9% of the issued and outstanding Class B Common Stock.

By virtue of the Shareholders Class B Common Stock ownership, they control the management of the Company and may be deemed to be control persons of the Company as that term is defined in the Rules and Regulations of the Commission.

Item 7. Material to be Filed as Exhibits.

Exhibit 1 The David and Alice N. Schwartz Charitable Remainder Unitrust dated December 22, 2003.

Exhibit 2 Agreement among the Shareholders to File Joint Schedule 13D.

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Date: December 13, 2011

/s/ David Schwartz
David Schwartz, individually

/s/ Alice N. Schwartz
Alice N. Schwartz, individually

EXHIBIT INDEX

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