

DUFFY DONALD  
Form 4  
August 31, 2011

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
Expires: January 31, 2015  
Estimated average burden hours per response... 0.5

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 \*  
DUFFY DONALD

(Last) (First) (Middle)  
1911 WALKER AVENUE  
(Street)

MONROVIA, CA 91016

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
STAAR SURGICAL CO [STAA]

3. Date of Earliest Transaction  
(Month/Day/Year)  
08/29/2011

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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock	08/29/2011		M		20,000	A	\$ 1.92
					35,000		(1)
Common Stock	08/29/2011		M		20,000	A	\$ 2.91
					55,000		(1)
Common Stock	08/29/2011		M		20,000	A	\$ 4.73
					75,000		(1)
Common Stock	08/29/2011		M		20,000	A	\$ 4.79
					95,000		(1)
Common Stock	08/29/2011		S		10,130	D	\$ 8.26
					84,870		(1)
	08/29/2011		S		400	D	\$ 8.27
					84,470		(1)

Edgar Filing: DUFFY DONALD - Form 4

Common Stock							
Common Stock	08/29/2011	S	1,200	D	\$ 8.28	83,270 <sup>(1)</sup>	D
Common Stock	08/29/2011	S	3,896	D	\$ 8.29	79,374 <sup>(1)</sup>	D
Common Stock	08/29/2011	S	1,500	D	\$ 8.3	77,874 <sup>(1)</sup>	D
Common Stock	08/29/2011	S	800	D	\$ 8.31	77,074 <sup>(1)</sup>	D
Common Stock	08/29/2011	S	12,600	D	\$ 8.32	64,474 <sup>(1)</sup>	D
Common Stock	08/29/2011	S	1,200	D	\$ 8.33	63,274 <sup>(1)</sup>	D
Common Stock	08/29/2011	S	700	D	\$ 8.34	62,574 <sup>(1)</sup>	D
Common Stock	08/29/2011	S	1,000	D	\$ 8.35	61,574 <sup>(1)</sup>	D
Common Stock	08/29/2011	S	1,000	D	\$ 8.353	60,574 <sup>(1)</sup>	D
Common Stock	08/29/2011	S	679	D	\$ 8.36	59,895 <sup>(1)</sup>	D
Common Stock	08/29/2011	S	1,845	D	\$ 8.37	58,050 <sup>(1)</sup>	D
Common Stock	08/29/2011	S	50	D	\$ 8.38	58,000 <sup>(1)</sup>	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)

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)
				Code	V (A) (D)		Title

					Date Exercisable	Expiration Date		Amount or Number of Shares
Common Stock Options	\$ 1.92	08/29/2011	M	20,000	06/11/2010	06/10/2019	Common Stock	20,000
Common Stock Options	\$ 2.91	08/29/2011	M	20,000	05/15/2009	05/14/2018	Common Stock	20,000
Common Stock Options	\$ 4.73	08/29/2011	M	20,000	05/19/2011	05/18/2020	Common Stock	20,000
Common Stock Options	\$ 4.79	08/29/2011	M	20,000	05/16/2008	05/15/2017	Common Stock	20,000

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
DUFFY DONALD 1911 WALKER AVENUE MONROVIA, CA 91016		X		

## Signatures

/s/Deborah Andrews as attorney-in-fact for Donald Duffy 06/01/2011

\_\_Signature of Reporting Person

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) Following the reported transactions Mr. Duffy's total beneficial ownership (as defined in Rule 13d-3 under the Exchange Act) is 78,000 shares of Common Stock, which includes 20,000 vested stock options. He also holds 20,000 unvested stock options.

### Remarks:

This Statement on Form 4 reports Mr. Duffy's exercise of options to purchase an aggregate of 80,000 shares of STAAR Surgical Company Common Stock.

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.