

**INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES**

OMB APPROVAL	
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Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* <u>HBM Healthcare Investments (Cayman) Ltd.</u>  (Last) (First) (Middle) GOVERNORS SQUARE, SUITE #4-212-2 23 LIME TREE BAY AVE., WEST BAY  (Street) GRAND CAYMAN E9 00000  (City) (State) (Zip)	2. Date of Event Requiring Statement (Month/Day/Year) 09/24/2013	3. Issuer Name and Ticker or Trading Symbol <u>Ophthotech Corp. [ OPHT ]</u>	
		4. Relationship of Reporting Person(s) to Issuer (Check all applicable)  Director <input checked="" type="checkbox"/> 10% Owner Officer (give title below) Other (specify below)	5. 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 Form filed by More than One Reporting Person

**Table I - Non-Derivative Securities Beneficially Owned**

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
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**Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise Price of Derivative Security	5. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
Series A Preferred Stock	(1)	(1)	Common Stock	2,436,346	(1)	D	
Series B Preferred Stock	(2)	(2)	Common Stock	353,107	(2)	D	
Series C Preferred Stock	(3)	(3)	Common Stock	204,974	(3)	D	
Series A Warrant (Right to Buy)	(4)	06/18/2017	Common Stock	11,864 <sup>(5)</sup>	0.059	D	

**Explanation of Responses:**

- Each share of Series A Preferred Stock will be automatically converted into Common Stock on a 1 for 5.9 reverse split basis upon the closing of the issuer's firm commitment underwritten public offering pursuant to a registration statement on Form S-1 under the Securities Act of 1933, as amended (the "IPO") and has no expiration date.
- Each share of Series B Preferred Stock will be automatically converted into Common Stock on a 1 for 5.9 reverse split basis upon the closing of the issuer's IPO and has no expiration date.
- Each share of Series C Preferred Stock will be automatically converted into Common Stock on a 1 for 5.9 reverse split basis upon the closing of the issuer's IPO and has no expiration date.
- Immediately exercisable.
- Represents the shares of common stock issuable upon the exercise of the warrant, including the conversion of shares of Series A Preferred Stock issuable upon the exercise of the warrant.

/s/ Jean-Marc Lesieur, Director 09/24/2013

\*\* 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 5 (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.

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