

OMB APPROVAL	
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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

1. Name and Address of Reporting Person* <u>Carroll David Francis</u> (Last) (First) (Middle) <u>C/O IVERIC BIO, INC.</u> <u>8 SYLVAN WAY</u> (Street) <u>PARSIPPANY NJ 07054</u> (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>IVERIC bio, Inc. [ISEE]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>SVP, Chief Financial Officer</u>
	3. Date of Earliest Transaction (Month/Day/Year) <u>01/02/2023</u>	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	

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	01/02/2023		M		8,750	A	\$0	72,074	D	
Common Stock	01/03/2023		S		3,602 ⁽¹⁾	D	\$20.06 ⁽²⁾	68,472	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)		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 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)	Date Exercisable	Expiration Date						Title
Restricted Stock Units	(3)	01/02/2023		M		8,750		(4)	(4)	Common Stock	8,750	\$0	26,250	D	

Explanation of Responses:

- Represents shares automatically sold pursuant to the prespecified terms of the applicable Restricted Stock Unit Agreement to satisfy the Reporting Person's minimum statutory withholding obligations with respect to the income recognized by the Reporting Person upon the vesting of the restricted stock units on January 2, 2023.
- The sale price of the Reporting Person's shares represents the weighted average price of all shares sold by a broker in multiple transactions effected at prices ranging from \$19.91 to \$20.56 on January 3, 2023 on behalf of a group of employees of the Registrant to satisfy the payment of withholding tax liability of such employees. The Reporting Person undertakes to provide upon request by the staff of the Securities Exchange Commission, the Registrant or a security holder of the Registrant, information regarding the number of shares sold at each price within the range.
- Each restricted stock unit represents the contingent right to receive one share of common stock upon vesting of the unit.
- On December 16, 2021, the Reporting Person was granted 35,000 restricted stock units, which vests with respect to 25% of the shares subject to the award in annual installments (on January 2, 2023, January 2, 2024, January 2, 2025 and January 2, 2026), subject to continued employment with the Registrant and the other terms and conditions of the Registrant's 2013 Stock Incentive Plan.

Remarks:

/s/ Todd D.C. Anderman, as
Attorney-in-Fact for David 01/04/2023
Carroll

** 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.

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