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STAAR SURGICAL CO

Form 3

September 11, 2013

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

OMB APPROVAL

OMB Number:

3235-0104

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF Expires:

January 31, 2005

0.5

Estimated average burden hours per

response...

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 *

1911 WALKER AVENUE

(Street)

Brown Stephen P

(Last) (First)

(Middle)

Statement

(Month/Day/Year)

09/09/2013

2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol

STAAR SURGICAL CO [STAA]

4. Relationship of Reporting Person(s) to Issuer

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

(Check all applicable)

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

Vice President & Chief Financi

Filing(Check Applicable Line) _X_ Form filed by One Reporting

6. Individual or Joint/Group

Person

Form filed by More than One

Reporting Person

MONROVIA, CAÂ 91016

(City) (State)

1. Title of Security (Instr. 4)

Table I - Non-Derivative Securities Beneficially Owned

Beneficially Owned

2. Amount of Securities

(Instr. 4)

Ownership

Form:

or Indirect (I) (Instr. 5)

Direct (D)

4. Nature of Indirect Beneficial Ownership

(Instr. 5)

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

(Zip)

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SEC 1473 (7-02)

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

5. Derivative

6. Nature of Indirect Ownership Beneficial Ownership Form of (Instr. 5)

Expiration Exercisable Date

Title

Amount or Number of Shares

Derivative Security

Security: Direct (D) or Indirect (I)

(Instr. 5)

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Common Stock Options $\hat{A} \stackrel{(1)}{=} 09/08/2023 \stackrel{Common}{Stock} 50,000 12.16 D \hat{A}

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Brown Stephen P 1911 WALKER AVENUE MONROVIA, CAÂ 91016

 \hat{A} \hat{A} \hat{A} Vice President & Chief Financi \hat{A}

Signatures

/s/ Samuel Gesten as attorney-in-fact for Stephen
Brown

09/11/2013

**Signature of Reporting Person

Date

Explanation of Responses:

- * 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).
- (1) 16,666 options will vest on 9/9/14, 16,667 options will vest on 9/9/15, and the remaining 16,667 options will vest on 9/9/16.

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Remarks:

Mr. Brown became subject to Section 16 obligations on September 9, 2013, and this form reportsÂ

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.

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