

ICAD INC
Form 4
April 25, 2017

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 *
RAPPAPORT STEVEN N

(Last) (First) (Middle)
98 SPIT BROOK RD. STE. 100
(Street)
NASHUA, NH 03062

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
ICAD INC [ICAD]

3. Date of Earliest Transaction
(Month/Day/Year)
04/07/2017

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)
X 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	04/07/2017		M		750	A	\$ 2.25	74,120	D
Common Stock	04/07/2017		M		750	A	\$ 2	74,870	D
Common Stock	04/07/2017		M		1,500	A	\$ 2.15	76,370	D
Common Stock	04/07/2017		M		750	A	\$ 2	77,120	D
Common Stock	04/07/2017		M		750	A	\$ 2	77,870	D

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

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(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)	8. Amount or Number of Shares
				Code	V	(A)	(D)	Title	
Option (right to buy)	\$ 2.25	04/07/2017		M		750		04/20/2012 04/20/2017	Common Stock 750
Option (right to buy)	\$ 2	04/07/2017		M		750		07/20/2012 07/20/2017	Common Stock 750
Option (right to buy)	\$ 2.15	04/07/2017		M		1,500		08/13/2012 08/13/2017	Common Stock 1,500
Option (right to buy)	\$ 2	04/07/2017		M		750		10/22/2012 10/22/2017	Common Stock 750
Option (right to buy)	\$ 2	04/07/2017		M		750		10/22/2012 10/22/2017	Common Stock 750

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

RAPPAPORT STEVEN N
98 SPIT BROOK RD. STE. 100
NASHUA, NH 03062

Signatures

/s/Annette Heroux,
Attorney-in-fact

04/25/2017

__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).

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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