

Go Jonathan
Form 3
January 17, 2019

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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 *

Go Jonathan

(Last) (First) (Middle)

C/O ICAD, INC., 98 SPIT
BROOK ROAD, SUITE 100

(Street)

NASHUA, NH 03062

(City) (State) (Zip)

2. Date of Event Requiring Statement

(Month/Day/Year)

01/15/2019

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

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)
Chief Technology Officer

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 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)

Common Stock, \$0.01 par value

119,270 ⁽¹⁾

D

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

SEC 1473 (7-02)

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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)
Title

4. Conversion or Exercise Price of Derivative Security

5. Ownership Form of Derivative Security:
Direct (D)

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

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	Date Exercisable	Expiration Date		Amount or Number of Shares		or Indirect (I) (Instr. 5)	
Stock Options	Â (2)	03/29/2021	Common Stock, \$0.01 par value	20,000	\$ 5.75	D	Â
Stock Options	Â (2)	11/10/2021	Common Stock, \$0.01 par value	30,000	\$ 3.15	D	Â
Stock Options	Â (2)	02/07/2022	Common Stock, \$0.01 par value	20,000	\$ 2.9	D	Â
Stock Options	Â (2)	09/25/2022	Common Stock, \$0.01 par value	45,000	\$ 2.27	D	Â
Stock Options	Â (2)	06/19/2024	Common Stock, \$0.01 par value	10,000	\$ 6.68	D	Â
Stock Options	Â (2)	02/05/2025	Common Stock, \$0.01 par value	12,500	\$ 9	D	Â
Stock Options	Â (3)	01/15/2029	Common Stock, \$0.01 par value	25,000	\$ 4.37	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Go Jonathan C/O ICAD, INC. 98 SPIT BROOK ROAD, SUITE 100 NASHUA, NH 03062	Â	Â	Â Chief Technology Officer	Â

Signatures

/s/Annette Heroux,
Attorney-in-Fact

01/17/2019

__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).

- Includes (i) 16,667 shares vested under a Restricted Stock Award of 25,000 shares granted on August 15, 2016 and (ii) 10,000 shares
- (1) under a Restricted Stock Award of 30,000 shares granted on September 18, 2017. Does not include 28,333 shares that remain subject to vesting.
- (2) Currently exercisable in full.
- (3) Vesting in three equal installments on January 15, 2020, January 15, 2021 and January 15, 2022.

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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