SUSSMAN ELLIOT J MD MBA

Form 4 January 03, 2018

FORM 4

OMB APPROVAL UNITED STATES SECURITIES AND EXCHANGE COMMISSION

OMB 3235-0287

Number:

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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**

Washington, D.C. 20549

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 SUSSMAN		Issuer Name and Ticker or Trading Symbol			5. Relationship of Reporting Person(s) to Issuer			
			INC [icad	-	(Cl	heck all applicab	le)	
(Last)	(First)			Γransaction				
		(Month/	Day/Year)		_X_ Director			
		12/29/	2017		below)	ive titleOt below)	her (specify	
	(Street)	4. If Am	4. If Amendment, Date Original			6. Individual or Joint/Group Filing(Check		
		Filed(Me	Filed(Month/Day/Year)			Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person		
(City)	(State)	(Zip) Tal	ole I - Non-	Derivative Securities A	cquired, Disposed	l of, or Beneficia	ally Owned	
1.Title of	2. Transaction Date	2A. Deemed	3.	4. Securities	5. Amount of	6. Ownership	7. Nature	
Security	(Month/Day/Year)	Execution Date if	Transacti	onAcquired (A) or	Securities	Form: Direct	Indirect	

1.Title of	2. Transaction Date	2A. Deemed	3.	4. Securities	5. Amount of	6. Ownership	7. Nature of
Security	(Month/Day/Year)	Execution Date, if	Transactio	onAcquired (A) or	Securities	Form: Direct	Indirect
(Instr. 3)		any	Code	Disposed of (D)	Beneficially	(D) or Indirect	Beneficial
		(Month/Day/Year)	(Instr. 8)	(Instr. 3, 4 and 5)	Owned	(I)	Ownership
					Following	(Instr. 4)	(Instr. 4)
				(4)	Reported		
				(A)	Transaction(s)		
				or			

(Instr. 3 and 4) Code V Amount (D) Price

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5. Number	6. Date Exercisable and	7. Title and Amount of
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	onof Derivative	Expiration Date	Underlying Securities
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Acquired		

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Derivative (A) or
Security Disposed of
(D)
(Instr. 3, 4,

(Instr. 3 and 5)

Code V (A) (D) Date Exercisable Expiration Title Amount

Date

Number of Shares

or

Director

buy)

Stock (right to \$ 3.44 12/29/2017 A 8,846

12/29/2017<u>(1)</u> 12/29/2022

Common 8,846

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

SUSSMAN ELLIOT J MD MBA

X

Signatures

/s/ Annette Heroux, Attorney-in-fact 01/03/2018

**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).
- (1) 1. The options are exercisable commencing on the Date of Grant.

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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