Hagman Mikael Form 3 August 20, 2007

### 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 2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol Person \* Statement Neonode, Inc [NEON] A Hagman Mikael (Month/Day/Year) 08/10/2007 (Last) (First) (Middle) 4. Relationship of Reporting 5. If Amendment, Date Original Person(s) to Issuer Filed(Month/Day/Year) 4000 EXECUTIVE PARKWAY, (Check all applicable) **SUITE 200** (Street) 6. Individual or Joint/Group 10% Owner \_X\_ Director \_X\_\_ Officer Other Filing(Check Applicable Line) (give title below) (specify below) \_X\_ Form filed by One Reporting President & CEO Person SAN RAMON, CAÂ 94583 Form filed by More than One Reporting Person (City) (State) (Zip) Table I - Non-Derivative Securities Beneficially Owned 4. Nature of Indirect Beneficial 1. Title of Security 2. Amount of Securities Beneficially Owned Ownership Ownership (Instr. 4) (Instr. 5) (Instr. 4) Form: Direct (D) or Indirect (I) (Instr. 5) Â Neonode Common Stock 38,056 D Reminder: Report on a separate line for each class of securities beneficially SEC 1473 (7-02) owned directly or indirectly. Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a

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

currently valid OMB control number.

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 Derivative	Form of Derivative	6. Nature of Indirect Beneficial Ownership (Instr. 5)
		Title	Derivative Security	Security: Direct (D)	

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	Date Exercisable	Expiration Date		Amount or Number of Shares		or Indirect (I) (Instr. 5)	
Neonode Stock Option	08/10/2007	04/17/2008	Neonode Common Stock	123,617	\$ 1.84	D	Â
Neonode Stock Option	08/10/2007	01/17/2009	Neonode Common Stock	88,298	\$ 2.12	D	Â
Neonode Stock Option	08/10/2007	08/10/2009	Neonode Common Stock	37,502	\$ 6.74	D	Â
Neonode Stock Option	08/10/2007	08/10/2009	Neonode Common Stock	37,498	\$ 8.49	D	Â
Neonode Stock Warrant	08/10/2007	08/10/2012	Neonode Common Stock	19,026	\$ 2.83	D	Â

#### **Reporting Owners**

Reporting Owner Name / Address	Relationships				
	Director	10% Owner	Officer	Other	
Hagman Mikael 4000 EXECUTIVE PARKWAY, SUITE 200 SAN RAMON, CA 94583	ÂΧ	Â	President & CEO	Â	

### **Signatures**

David W
Brunton

\*\*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).

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#### **Remarks:**

Stock, Stock Options and Warrants related to completion of merger with SBE, Inc. on August 10, 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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