

ICAD INC  
Form 3  
September 16, 2016

**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 *		2. Date of Event Requiring Statement	3. Issuer Name <b>and</b> Ticker or Trading Symbol	
Â Areglado R. Scott		(Month/Day/Year)	ICAD INC [ICAD]	
(Last)	(First)	(Middle)	09/08/2016	
C/O ICAD, INC.,Â 98 SPIT BROOK ROAD, SUITE 100			4. Relationship of Reporting Person(s) to Issuer	5. If Amendment, Date Original Filed(Month/Day/Year)
(Street)			(Check all applicable)	
NASHUA,Â NHÂ 03062			<input type="checkbox"/> Director <input type="checkbox"/> 10% Owner	6. Individual or Joint/Group Filing(Check Applicable Line)
(City)	(State)	(Zip)	<input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other	<input checked="" type="checkbox"/> Form filed by One Reporting Person
			(give title below) (specify below)	<input type="checkbox"/> Form filed by More than One Reporting Person
			See Remarks	

**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	3,947 <sup>(1)</sup>	D	Â
Common Stock, \$0.01 par value	6,119 <sup>(2)</sup>	D	Â
Common Stock, \$0.01 par value	25,000 <sup>(3)</sup>	D	Â
Common Stock, \$0.01 par value	5,000 <sup>(4)</sup>	D	Â
Common Stock, \$0.01 par value	1,874 <sup>(11)</sup>	D	Â

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)**

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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 Security	5. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
Stock Options	Â <u>(5)</u>	05/23/2024	Common Stock, \$0.01 par value	3,000	\$ 6.87	D	Â
Stock Options	Â <u>(6)</u>	01/27/2022	Common Stock, \$0.01 par value	6,000	\$ 2.85	D	Â
Stock Options	Â <u>(7)</u>	05/09/2021	Common Stock, \$0.01 par value	15,000	\$ 6	D	Â
Stock Options	Â <u>(8)</u>	10/10/2022	Common Stock, \$0.01 par value	8,000	\$ 2.24	D	Â
Stock Options	Â <u>(9)</u>	02/24/2025	Common Stock, \$0.01 par value	3,000	\$ 10.46	D	Â
Stock Options	Â <u>(10)</u>	08/15/2026	Common Stock, \$0.01 par value	7,500	\$ 5.52	D	Â

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Areglado R. Scott C/O ICAD, INC. 98 SPIT BROOK ROAD, SUITE 100 NASHUA, NH 03062	Â	Â	Â See Remarks	Â

## Signatures

/s/ R. Scott  
Areglado

09/16/2016

Date

\*\*Signature of  
Reporting Person

## 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) Restricted stock award granted on May 23, 2014, of which 1,667 shares vested on each of May 23, 2015 and May 23, 2016, and 1,666 shares will vest on May 23, 2016. Number of shares represents aggregate amount granted less shares withheld for taxes at vesting.
- (2) Restricted stock award granted on February 24, 2015, of which 2,333 shares vested on February 24, 2016, and 2,333 shares will vest on February 24, 2017, and 2,334 shares will vest on February 24, 2018. Number of shares represents aggregate amount granted less shares withheld for taxes at vesting.
- (3) Restricted stock award granted on October 29, 2015, vesting in equal installments of 12,500 shares on October 29, 2016, and October 29, 2017.
- (4) Restricted stock award granted on August 15, 2016, vesting in installments of 1,667 shares on each of August 15, 2017 and August 15, 2018, and 1,666 shares on August 15, 2019.
- (5) Stock options granted on May 23, 2014, vesting in equal installments of 1,000 shares on May 23, 2015, May 23, 2016, and May 23, 2017.
- (6) Stock options granted on January 27, 2012, which are exercisable as of the date hereof.
- (7) Stock options granted on May 9, 2011, which are exercisable as of the date hereof.
- (8) Stock options granted on October 10, 2012, which are exercisable as of the date hereof.
- (9) Stock options granted on February 24, 2015, vesting in equal installments of 1,000 shares on February 24, 2016, February 24, 2017, and February 24, 2018.
- (10) Stock options granted on August 15, 2016, vesting in equal installments of 2,500 shares on August 15, 2017, August 15, 2018, and August 15, 2019.
- (11) Restricted stock award granted on January 30, 2013, which is fully vested. Number of shares represents aggregate amount granted less shares withheld for taxes at vesting.

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### Remarks:

InterimÂ ChiefÂ FinancialÂ Officer,Â InterimÂ Treasurer,Â InterimÂ Secretary,Â ViceÂ PresidentÂ andÂ CorporateÂ Cont

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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