Areglado R. Scott Form 3 January 14, 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 2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol Person * Statement ICAD INC [icad] À Areglado R. Scott (Month/Day/Year) 01/11/2019 (Last) (First) (Middle) 4. Relationship of Reporting 5. If Amendment, Date Original Person(s) to Issuer Filed(Month/Day/Year) 98 SPIT BROOK ROAD, SUITE (Check all applicable) 100, C/O ICAD, INC. (Street) 6. Individual or Joint/Group 10% Owner Director _X__ Officer Other Filing(Check Applicable Line) (give title below) (specify below) _X_ Form filed by One Reporting Interim Chief FinancialOfficer Person NASHUA, NHÂ 03062 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. 4) Form: (Instr. 5) Direct (D) or Indirect (I) (Instr. 5) Â 32,409 (1) Common Stock, \$0.01 par value 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 currently valid OMB control number.

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)	4. Conversion or Exercise Price of	5. Ownership 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)	
Stock Options	(2)	05/23/2024	Common Stock, \$0.01 par value	3,000	\$ 6.87	D	Â
Stock Options	(3)	01/27/2022	Common Stock, \$0.01 par value	6,000	\$ 2.85	D	Â
Stock Options	(4)	05/09/2021	Common Stock, \$0.01 par value	15,000	\$ 6	D	Â
Stock Options	(5)	10/10/2022	Common Stock, \$0.01 par value	8,000	\$ 2.24	D	Â
Stock Options	(6)	02/24/2025	Common Stock, \$0.01 par value	3,000	\$ 10.46	D	Â
Stock Options	(7)	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 98 SPIT BROOK ROAD, SUITE 100 C/O ICAD, INC. NASHUA, NH 03062	Â	Â	Interim Chief FinancialOfficer	Â

Signatures

/s/ R. Scott Areglado	01/14/2019
**Signature of Reporting Person	Date

Reporting Owners 2

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) 1,667 shares subject to vesting on August 15, 2019, under a Restricted Stock Award granted on August 15, 2016 and (ii)
- (1) 5,000 shares subject to vesting on each of September 20, 2019 and September 20, 2020 under a Restricted Stock Award granted on September 20, 2017.
- (2) Stock options granted on May 23, 2014, all of which are exercisable as of the date hereof.
- (3) Stock options granted on January 27, 2012, all of which are exercisable as of the date hereof.
- (4) Stock options granted on May 9, 2011, all of which are exercisable as of the date hereof.
- (5) Stock options granted on October 10, 2012, all of which are exercisable as of the date hereof.
- (6) Stock options granted on February 24, 2015, all of which are exercisable as of the dated hereof.
- (7) Stock options granted on August 15, 2016, 5,000 of which are exercisable as of the date hereof. Options to purchase 2,500 shares will vest on August 15, 2019.

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.