

SALLAM MAHA
Form 4
July 02, 2010

FORM 4

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL

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STATEMENT OF CHANGES IN 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 *
SALLAM MAHA

(Last) (First) (Middle)

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

(Street)

NASHUA, NH 03062

(City) (State) (Zip)

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

3. Date of Earliest Transaction (Month/Day/Year)
07/01/2010

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)

6. Individual or Joint/Group Filing(Check Applicable Line)

Form filed by One Reporting Person
 Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|-------------------|---|--|-----------------------------------|
| | | | | Code | V Amount or Price | | | |
| Common Stock | 07/01/2010 | | S(1) | 1,542 | D \$ 1.82 | 1,055,545 | D | |
| Common Stock | 07/01/2010 | | S(1) | 100 | D \$ 1.83 | 1,055,445 | D | |
| Common Stock | 07/01/2010 | | S(1) | 3,208 | D \$ 1.85 | 1,052,237 | D | |
| Common Stock | 07/01/2010 | | S(1) | 550 | D \$ 1.86 | 1,051,687 | D | |
| Common Stock | 07/01/2010 | | S(1) | 2,900 | D \$ 1.88 | 1,048,787 | D | |

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| | | | | | | | | |
|--------------|------------|------------------|-----|---|---------|-----------|---|-----------|
| Common Stock | 07/01/2010 | S ⁽¹⁾ | 100 | D | \$ 1.89 | 1,048,687 | D | |
| Common Stock | 07/01/2010 | S ⁽¹⁾ | 600 | D | \$ 1.9 | 1,048,087 | D | |
| Common Stock | 07/01/2010 | S ⁽¹⁾ | 900 | D | \$ 1.91 | 1,047,187 | D | |
| Common Stock | 07/01/2010 | S ⁽¹⁾ | 100 | D | \$ 1.95 | 1,047,087 | D | |
| Common Stock | | | | | | 183,625 | I | By Spouse |

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

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

| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transaction Code (Instr. 8) | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | 8. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Owned Beneficially (Instr. 6) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| SALLAM MAHA C/O ICAD, INC. 98 SPIT BROOK ROAD, SUITE 100 NASHUA, NH 03062 | | X | | |

Signatures

/s/Annette Heroux,
Attorney-in-Fact

07/02/2010

__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) The sales were made by the reporting person pursuant to a plan previously entered into by the reporting person that complies with the requirements of Rule 10b5-1(c)(1) of the Securities Exchange Act of 1934, as amended.

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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