CANCER GENETICS, INC

Form 4

December 15, 2014 FORM 4

		ED STATES	OMB Number:	3235-0287		
Check this bo if no longer		Washington, D.C. 20549 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF				January 31, 2005
subject to Section 16.	SIAI	EMENI O	SECURITIES	Estimated average burden hours per		
Form 4 or Form 5 obligations may continue See Instruction 1(b). (Print or Type Resp.	Section	17(a) of the	Section 16(a) of the Securities Exchang Public Utility Holding Company Act of of the Investment Company Act of 194	f 1935 or Section	response	0.5
1. Name and Address of Reporting Person * Sitar Edward J			2. Issuer Name and Ticker or Trading Symbol CANCER GENETICS, INC [CGIX]	5. Relationship of I Issuer	son(s) to	
(Last)	(First)	(Middle)	3. Date of Earliest Transaction	(Check	all applicable	:)
201 DOLUTE 12	NOPTH	2ND	(Month/Day/Year)	Director X Officer (give		Owner er (specify

F	LOOR, C/O CA NC.	· · · · · · · · · · · · · · · · · · ·		12/11/2014	below) below) Chief Financial Officer
	(S	Street)		4. If Amendment, Date Original Filed(Month/Day/Year)	6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person
RUTHERFORD, NJ 07070					Form filed by More than One Reporting Person
	(City) (S	State)	(Zip)	Table I Non Davivative Securities As	animal Disposed of an Paneficially Owner

(City)	(State) (2	Zip) Table	e I - Non-D	erivative Securities Ac	quired, Disposed	of, or Beneficial	lly 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 on(A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Common			Code V	(A) or Amount (D) Price	Reported Transaction(s) (Instr. 3 and 4)		
Stock, par value \$0.0001 per share	12/12/2014		P	500 A \$ 6.26	11,500	D	

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.

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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. Transactio Code (Instr. 8)	5. Number of or 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] (
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Stock Option (right to buy)	\$ 6.3	12/11/2014		A	90,000	<u>(1)</u>	12/10/2024	Common Stock	90,000	

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Sitar Edward J 201 ROUTE 17 NORTH, 2ND FLOOR C/O CANCER GENETICS, INC. RUTHERFORD, NJ 07070

Chief Financial Officer

Signatures

/s/ Edward J. 12/15/2014 Sitar

**Signature of Date
Reporting Person

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) Options vest twenty percent on the date of grant, with subsequent vesting in equal installments over the following forty-eight months.

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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