

Brandt Ralf
Form 3
August 24, 2017

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 and Ticker or Trading Symbol	
Â Brandt Ralf		(Month/Day/Year)	CANCER GENETICS, INC [CGIX]	
(Last)	(First)	(Middle)	08/15/2017	
201 ROUTE 17 N.,Â 2ND FLOOR			4. Relationship of Reporting Person(s) to Issuer	5. If Amendment, Date Original Filed(Month/Day/Year)
(Street)			(Check all applicable)	
RUTHERFORD,Â NJÂ 07070			☐ Director ☐ 10% Owner ☒ Officer ☐ Other (give title below) (specify below) President, Discovery Services	6. Individual or Joint/Group Filing(Check Applicable Line) ☒ Form filed by One Reporting Person ☐ Form filed by More than One Reporting Person
(City)	(State)	(Zip)		

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, par value \$0.0001 per share	30,000 ⁽¹⁾	D	Â
Common Stock, par value \$0.0001 per share	1,337,351	I	Owned through Brandt Family Trust ⁽²⁾

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)

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	4. Conversion or Exercise	5. Ownership Form of	6. Nature of Indirect Beneficial Ownership
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			(Instr. 4)		Price of	Derivative	(Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Derivative Security	Security: Direct (D) or Indirect (I)	
			Common				
Stock Option (right to buy)	10/01/2017 ⁽³⁾	08/15/2027	Stock, par value \$0.0001 per share	100,000	\$ 3.1 ⁽³⁾	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Brandt Ralf 201 ROUTE 17 N. 2ND FLOOR RUTHERFORD, NJ 07070	Â	Â	Â President, Discovery Services	Â

Signatures

/s/ Ralf Brandt by John A. Roberts as
Attorney-in-Fact

08/24/2017

__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).

(1) The restricted stock award was made in accordance with the terms of the Amended and Restated Cancer Genetics, Inc. 2011 Equity Incentive Plan (the "2011 Plan"). The shares granted shall vest in three equal annual installments commencing on October 1, 2017.

(2) Dr. Brandt disclaims beneficial ownership of these securities except to the extent of his pecuniary interest therein, if any, and the inclusion of these securities in this report shall not be deemed an admission of beneficial ownership by Dr. Brandt of the reported securities for the purposes of Section 16 or any other purpose.

(3) The option award was made in accordance with the terms of the 2011 Plan. The shares underlying the options shall become vested and exercisable in eight quarterly installments, commencing on October 1, 2017, provided that the optionee remains a services provider to the Company through each applicable vesting period. The exercise price is the closing price of a share of Common Stock as of the date of grant on the NASDAQ Capital Market in accordance with the terms of the 2011 Plan.

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Remarks:

ExhibitÂ 24Â -Â PowerÂ ofÂ Attorney

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.