

Neonode, Inc  
Form 4/A  
February 16, 2016

**FORM 4** UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0287  
Expires: January 31, 2005  
Estimated average burden hours per response... 0.5

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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 \*  
Bystedt Per Ivar Gosta

2. Issuer Name and Ticker or Trading Symbol  
Neonode, Inc [NEON]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)  
08/12/2013

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

C/O NEONODE  
INC., STORGATAN 23C

(Street)

4. If Amendment, Date Original Filed(Month/Day/Year)  
08/14/2013

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

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

STOCKHOLM, V7 114 55

(City) (State) (Zip)

**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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock	08/12/2013		X <sup>(1)</sup>		320,000 <sup>(1)</sup>	A	\$ 1,375 759,392 <sup>(2)</sup> <sup>(1)</sup>
Common Stock	08/12/2013		S <sup>(1)</sup>		58,714 <sup>(1)</sup>	D	\$ 7,494 700,678 <sup>(1)</sup>
Common Stock	08/12/2013		X <sup>(3)</sup>		67,773 <sup>(3)</sup>	A	\$ 1,375 768,451 <sup>(3)</sup>
Common Stock	08/12/2013		S <sup>(3)</sup>		12,435 <sup>(3)</sup>	D	\$ 7,494 756,016

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(3)

Common Stock	08/12/2013	X <sup>(4)</sup>	227,661 <sup>(4)</sup>	A	\$ 1,375 <sup>(4)</sup>	3,223,960	I	through Iwo Jima sarl, a company owned by Mr. Bystedt
Common Stock	08/12/2013	S <sup>(4)</sup>	41,771 <sup>(4)</sup>	D	\$ 7,494 <sup>(4)</sup>	3,182,189	I	through Iwo Jima sarl, a company owned by Mr. Bystedt

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

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SEC 1474  
(9-02)

**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)	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount of Number of Shares
Warrant	\$ 1.375	08/12/2013		X		320,000	04/15/2011 10/15/2013	Common Stock	320,000
Warrant	\$ 1.375	08/12/2013		X		67,773	10/18/2010 10/18/2013	Common Stock	67,773
Warrant	\$ 1.375	08/12/2013		X		227,661	10/18/2010 10/18/2013	Common Stock	227,661

