CANCER GENETICS, INC

Form 3/A June 11, 2014

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 *

Welsh Michael J.

GENETICS, INC.

(Last)

(First)

(Middle)

Statement

(Month/Day/Year)

05/22/2014

2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol

CANCER GENETICS, INC [CGIX]

4. Relationship of Reporting

Person(s) to Issuer

5. If Amendment, Date Original

Filed(Month/Day/Year) 05/27/2014

(Check all applicable)

10% Owner _X_ Director Officer _Other

(give title below) (specify below)

6. Individual or Joint/Group

Filing(Check Applicable Line) _X_ Form filed by One Reporting

Person

Form filed by More than One

Reporting Person

(Street)

201 ROUTE 17 NORTH, 2ND

FLOOR, C/O CANCER

RUTHERFORD, NJÂ 07070

(City) (State) (Zip)

1. Title of Security (Instr. 4)

Table I - Non-Derivative Securities Beneficially Owned

2. Amount of Securities Beneficially Owned

(Instr. 4)

3. Ownership Form:

4. Nature of Indirect Beneficial Ownership

(Instr. 5)

Direct (D) or Indirect (I)

(Instr. 5)

Reminder: Report on a separate line for each class of securities beneficially

owned directly or indirectly.

SEC 1473 (7-02)

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)

Title

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. 5. Conversion or Exercise

Price of

6. Nature of Indirect Ownership Beneficial Ownership Form of (Instr. 5)

Expiration Exercisable Date

Amount or Number of

Derivative Security: Derivative Security Direct (D)

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Shares or Indirect (I) (Instr. 5) $\hat{A} \stackrel{(1)}{=} 05/21/2014 \stackrel{Common}{Stock} 10,000 \quad \$ \ 11.7 \qquad D \quad \hat{A}$

Reporting Owners

Reporting Owner Name / Address

Director 10% Owner Officer Other

Welsh Michael J.

201 ROUTE 17 NORTH, 2ND FLOOR C/O CANCER GENETICS, INC.

RUTHERFORD, NJÂ 07070

Signatures

/s/ Michael J. Welsh by Edward J. Sitar, Attorney- in-Fact (power of attorney previously filed)

06/11/2014

**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 shares underlying the option vest in two equal installments on the one-year and two-year anniversaries of the date of grant.

 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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