Bystedt Per Ivar Gosta Form 4/A September 07, 2012

### FORM 4

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

OMB Number: 3235-0287

Check this box if no longer subject to Section 16.

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Number: January 31, 2005

**OMB APPROVAL** 

Section 16.
Form 4 or
Form 5
obligations
may continue.

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

burden hours per response... 0.5

Estimated average

See Instruction 1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * Bystedt Per Ivar Gosta			2. Issuer Name <b>and</b> Ticker or Trading Symbol	5. Relationship of Reporting Person(s) to Issuer		
			Neonode, Inc [NEON]	(Check all applicable)		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction			
2700 AUGUSTINE DR, SUITE 100			(Month/Day/Year) 09/07/2012	X Director X 10% Owner Officer (give title below) Other (specify below)		
(Street)			4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Check		
			Filed(Month/Day/Year) 09/07/2012	Applicable Line) _X_ Form filed by One Reporting Person		
G				Form filed by More than One Reporting		

SANTA CLARA, CA 95054

(City)	(State) (Z	Zip) Table	e I - Non-Do	erivative S	ecurit	ies Acc	quired, Disposed o	of, or Beneficial	ly Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	Code (Instr. 8)	4. Securit on(A) or Dis (D) (Instr. 3,	sposed 4 and 5  (A) or	of 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)
Common Stock	09/07/2012		Code V P	Amount 20,000 (1)	(D)	Price \$	429,392	D	

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

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SEC 1474

(9-02)

Person

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

#### Edgar Filing: Bystedt Per Ivar Gosta - Form 4/A

1. Title of	2.	3. Transaction Date		4.	5.	6. Date Exerci		7. Title and		
Derivative Security (Instr. 3)	Conversion or Exercise Price of Derivative Security	(Month/Day/Year)	Execution Date, if any (Month/Day/Year)	Transacti Code (Instr. 8)	orNumber of Derivativ Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	3		Amount of Underlying Securities (Instr. 3 and	(Instr. 5)	Deriy Secur Bene Own Follo Repo Trans (Instr
				Code V			Expiration Date	Title Amo or Num of Share	ber	

# **Reporting Owners**

Reporting Owner Name / Address	Relationships						
. 3	Director	10% Owner	Officer	Other			
Bystedt Per Ivar Gosta 2700 AUGUSTINE DR, SUITE 100 SANTA CLARA, CA 95054	X	X					

## **Signatures**

Per Bystedt 09/07/2012

\*\*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) Correction of ammount of shares of common stock purchased. Previously filed Form 4 stated 200,000 shares fo stock and amount should have been 20,000.

#### **Remarks:**

Correction of shares purchased.

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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