

JONES STEVEN C  
 Form 4  
 May 31, 2018

**FORM 4**

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

**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 \*  
 JONES STEVEN C

2. Issuer Name and Ticker or Trading Symbol  
 NEOGENOMICS INC [NEO]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)  
 12701 COMMONWEALTH DRIVE  
 SUITE 9

3. Date of Earliest Transaction (Month/Day/Year)  
 05/29/2018

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

Executive Vice President

(Street)

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

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

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

FORT MYERS, FL 33913

(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  | (D)  | Price   |
| Common Stock                    |                                      |  |                                |   | 234,918   | D  |   |
| Common Stock                    |                                      |  |                                |   | 190,000   | I  | By self as Trustee for Steven and Carisa Jones 401k and Trust |
| Common Stock                    |                                      |  |                                |   | 50,476  | I  | By Jones Network, LP  |
|                                 |                                      |  |                                |   | 52,157  | I  |   |

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| Common Stock |            |   |         |   |                    |           |   | Shares owned in IRA, custodian accounts, and trusts for the family of Steven Jones |
|--------------|------------|---|---------|---|--------------------|-----------|---|--|
| Common Stock | 05/29/2018 | S | 114,300 | D | \$<br>11.67<br>(1) | 3,035,700 | I | By Aspen Select Oppurtunity Fund (2)   |
| Common Stock | 05/30/2018 | S | 37,619  | D | \$<br>11.72<br>(1) | 2,998,081 | I | By Aspen Select Oppurtunity Fund (2)   |
| Common Stock | 05/31/2018 | S | 17,548  | D | \$<br>11.68<br>(1) | 2,980,533 | I | By Aspen Select Oppurtunity Fund (2)   |

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

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(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) | 8. Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|-------------------------------|
| Stock Option (Right to Buy)                | \$ 4.78  |                                      |  |                                |   | 05/04/2016 <sup>(3)</sup> 05/04/2020                     | Common Stock  | 225,000                       |
|  | \$ 7.15  |                                      |  |                                |   | 04/20/2017 <sup>(4)</sup> 04/20/2021                     |   | 100,000                       |

|                                      |         |                           |            |  |                 |        |
|--------------------------------------|---------|---------------------------|------------|--|-----------------|--------|
| Stock<br>Option<br>(Right to<br>Buy) |         |                           |            |  | Common<br>Stock |        |
| Stock<br>Option<br>(Right to<br>Buy) | \$ 7.27 | 05/25/2018 <sup>(5)</sup> | 05/25/2022 |  | Common<br>Stock | 10,000 |

## Reporting Owners

| Reporting Owner Name / Address   | Relationships |           |                                |       |
|--|---------------|-----------|--------------------------------|-------|
|  | Director      | 10% Owner | Officer                        | Other |
| JONES STEVEN C<br>12701 COMMONWEALTH DRIVE SUITE 9<br>FORT MYERS, FL 33913 | X             |           | Executive<br>Vice<br>President |       |

## Signatures

/s/ Steven Jones                      05/31/2018  
 \_\_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) Average price of shares sold  
 Aspen Select Opportunity Fund is a private investment fund of which Aspen Capital Group, LLC is the sole general partner. Mr. Jones is a Managing Member of Aspen Capital Group, LLC. Mr. Jones disclaims beneficial ownership of such shares except to the extent of his respective pecuniary interests therein.
- (3) On May 4, 2015, Mr. Jones was granted 225,000 stock options. The options vest ratably over the first three anniversary dates of the grant date.
- (4) On April 20, 2016, Mr. Jones was granted 100,000 stock options. These options vest ratably over the first three anniversary dates of the grant date.
- (5) On May 25, 2017, Mr. Jones was granted 10,000 stock options. The options vest ratably on the next three anniversary dates of the grant date.

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.