

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

SCHEDULE 14A

**Proxy Statement Pursuant to Section 14(a) of the
Securities Exchange Act of 1934
(Amendment No.)**

Filed by the Registrant Filed by a Party other than the Registrant

Check the appropriate box:

- Preliminary Proxy Statement
- Confidential, For Use of the Commission Only (As Permitted by Rule 14a-6(e)(2))**
- Definitive Proxy Statement
- Definitive Additional Materials
- Soliciting Material under Rule 14a-12

NeoGenomics, Inc.



(Name of Registrant as Specified In Its Charter)

(Name of Person(s) Filing Proxy Statement, if other than the Registrant)

Payment of Filing Fee (Check all boxes that apply):

- No fee required.
 - Fee paid previously with preliminary materials.
 - Fee computed on table in exhibit required by Item 25(b) per Exchange Act Rules 14a-6(i)(1) and 0-11.
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Your **Vote** Counts!

NEOGENOMICS, INC.

2024 Annual Meeting
Vote by May 22, 2024
11:59 PM ET



NEOGENOMICS, INC.
ATTN: ALICIA C. OLIVO
9490 NEOGENOMICS WAY
FORT MYERS, FL 33912

V40564-P01998

You invested in NEOGENOMICS, INC. and it's time to vote!

You have the right to vote on proposals being presented at the Annual Meeting. **This is an important notice regarding the availability of proxy materials for the stockholder meeting to be held on May 23, 2024.**

Get informed before you vote

View the Notice and Proxy Statement and Annual Report online OR you can receive a free paper or email copy of the material(s) by requesting prior to May 9, 2024. If you would like to request a copy of the material(s) for this and/or future stockholder meetings, you may (1) visit www.ProxyVote.com, (2) call 1-800-579-1639 or (3) send an email to sendmaterial@proxyvote.com. If sending an email, please include your control number (indicated below) in the subject line. Unless requested, you will not otherwise receive a paper or email copy.



For complete information and to vote, visit www.ProxyVote.com

Control #

Smartphone users

Point your camera here and
vote without entering a
control number



Vote Virtually at the Meeting*

May 23, 2024
10:00 AM Eastern Time

Virtually at:

www.virtualshareholdermeeting.com/NEO2024

*Please check the meeting materials for any special requirements for meeting attendance.

THIS IS NOT A VOTABLE BALLOT

This is an overview of the proposals being presented at the upcoming stockholder meeting. Please follow the instructions on the reverse side to vote these important matters.

Voting Items	Board Recommendations
1. Election of the directors named in the proxy statement as set forth below:	
1a. Lynn A. Tetrault	✓ For
1b. Christopher M. Smith	✓ For
1c. Dr. Alison L. Hannah	✓ For
1d. Stephen M. Kanovsky	✓ For
1e. Michael A. Kelly	✓ For
1f. David B. Perez	✓ For
1g. Anthony P. Zook	✓ For
1h. Elizabeth Floegel	✓ For
1i. Dr. Neil Gunn	✓ For
2. Approval, on an advisory basis, of the Compensation Paid to the Company's Named Executive Officers.	✓ For
3. Approval of the Fourth Amendment of the NeoGenomics, Inc. Employee Stock Purchase Plan (as amended and restated).	✓ For
4. Ratification of the Appointment of Deloitte & Touche LLP as the Company's Independent Registered Public Accounting Firm.	✓ For

Prefer to receive an email instead? While voting on www.ProxyVote.com, be sure to click "Delivery Settings".