

## FORM 4

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

## OMB APPROVAL

OMB Number: 3235-0287  
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hours per response... 0.5

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the  
Investment Company Act of 1940

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

(Print or Type Responses)

1. Name and Address of Reporting Person * Johnson Kevin C			2. Issuer Name and Ticker or Trading Symbol NEOGENOMICS INC [NEO]			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below)		
(Last) (First) (Middle) 12701 COMMONWEALTH DRIVE SUITE 9			3. Date of Earliest Transaction (Month/Day/Year) 10/31/2019					
(Street) FORT MYERS, FL 33913			4. If Amendment, Date Original Filed(Month/Day/Year)			6. Individual or Joint/Group Filing(Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person		
(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	10/31/2019		M		6,667	A	\$ 4.78	34,952	D	
Common Stock	10/31/2019		M		8,333	A	\$ 9.11	43,285	D	
Common Stock	10/31/2019		M		6,666	A	\$ 7.27	49,951	D	
Common Stock	10/31/2019		M		3,017	A	\$ 11.6	52,968	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)


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. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	V		(A)	(D)	Date Exercisable	Expiration Date					Title
Stock Option (Right to Buy)	\$ 4.78	10/31/2019		M			6,667	05/06/2016 <sup>(1)</sup>	05/06/2020	Common Stock	6,667.00	\$ 0	0	D	
Stock Option (Right to Buy)	\$ 9.11	10/31/2019		M			8,333	07/28/2017 <sup>(2)</sup>	07/28/2021	Common Stock	8,333.00	\$ 0	0	D	
Stock Option (Right to Buy)	\$ 7.27	10/31/2019		M			6,666	05/25/2018 <sup>(3)</sup>	05/25/2022	Common Stock	6,666.00	\$ 0	3,334	D	
Stock Option (Right to Buy)	\$ 11.60	10/31/2019		M			3,017	06/01/2019	06/01/2023	Common Stock	3,017.00	\$ 0	0	D	
Stock Option (Right to Buy)	\$ 22.52							06/06/2020	06/06/2026	Common Stock	4,269.00		4,269	D	

# Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Johnson Kevin C 12701 COMMONWEALTH DRIVE SUITE 9 FORT MYERS, FL 33913	X			

# Signatures

/s/ Kevin C. Johnson		11/04/2019
 Signature of Reporting Person		Date

# Explanation of Responses:

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If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).
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Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1)

On May 6, 2015 Mr. Johnson was granted 10,000 stock options. The options vest ratably over the first three anniversary dates of the grant date.
- (2)

On July 28, 2016, Mr. Johnson was granted 8,333 stock options. The options vest ratably over the first three anniversary dates of the grant date.
- (3)

On May 25, 2017, Mr. Johnson was granted 10,000 stock options. The options vest ratably over the first 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.

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