

# 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 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person <b>VAN OORT DOUGLAS M</b>  (Last) (First) (Middle) <b>12701 COMMONWEALTH DRIVE SUITE 9</b>  (Street) <b>FORT MYERS, FL 33913</b>  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <b>NEOGENOMICS INC [NEO]</b>  3. Date of Earliest Transaction (Month/Day/Year) <b>08/01/2019</b>  4. If Amendment, Date Original Filed (Month/Day/Year)	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) <b>Chairman and CEO</b>  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
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**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							187,500	I	Conundrum Capital Partners (1)	
Common Stock							10,000	I	Custodial Account for Child	
Common Stock	08/01/2019		F		6,090 (2)	D	\$ 0	2,010,499 (3)	D	
Common Stock	11/08/2019		M		472,527	A	\$ 7.15	2,483,026	D	
Common Stock	11/08/2019		F		205,635 (4)	D	\$ 0	2,277,391	D	

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

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**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)	\$ 7.15	11/08/2019		M		472,527		04/20/2017 (5)	04/20/2021	Common Stock	472,527.00	\$ 0	0	D	
Stock Option (Right to Buy)	\$ 7.52							04/28/2018 (6)	04/28/2022	Common Stock	500,000.00		500,000	D	
Stock Option (Right to Buy)	\$ 8.03							02/26/2019 (7)	02/26/2023	Common Stock	500,000.00		500,000	D	
Stock Option (Right to Buy)	\$ 19.60							03/01/2020 (8)	03/01/2024	Common Stock	231,567.00		231,567	D	

## Reporting Owners

	<b>Relationships</b>
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Reporting Owner Name / Address	Director	10% Owner	Officer	Other
VAN OORT DOUGLAS M 12701 COMMONWEALTH DRIVE SUITE 9 FORT MYERS, FL 33913	X		Chairman and CEO	

## Signatures

/s/ Douglas M. VanOort		11/13/2019
<small>**Signature of Reporting Person</small>		<small>Date</small>

## 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) Conundrum Capital Partners, LLC is a limited liability partnership 50% owned by Mr. VanOort. Mr. VanOort is a managing partner of Conundrum Capital Partners, LLC.
- (2) Shares withheld by NeoGenomics Inc. to satisfy the tax obligations in connection with the August 1, 2019 vesting of restricted stock
- (3) Total reflects transactions which occurred on August 28 and 29, 2019 and reported on Form 4 on September 3, 2019.
- (4) Shares withheld by NeoGenomics, Inc. for the cost of exercise and to satisfy the tax obligations in connection with the November 8, 2019 exercise of stock options.
- (5) On April 20, 2016, Mr. VanOort was granted 472,527 stock options. These options vest ratably over the first three anniversary dates of the grant date.
- (6) On April 28, 2017, Mr. VanOort was granted 500,000 stock options. These options vest ratably over the first three anniversary dates of the grant date.
- (7) On February 26, 2018, Mr. VanOort was granted 636,000 stock options. These options vest ratably over the first three anniversary dates of the grant date.
- (8) On March 1, 2019, Mr. VanOort was granted 231,567 stock options. These options vest ratably over the first four 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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