

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 Pedulla Denise E		2. Issuer Name and Ticker or Trading Symbol NEOGENOMICS INC [NEO]		5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) General Counsel	
(Last) (First) (Middle) 12701 COMMONWEALTH DRIVE, SUITE 9		3. Date of Earliest Transaction (Month/Day/Year) 03/02/2020			
(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	03/02/2020		A		2,912	A	\$ 0	43,988	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					
Common Stock	\$ 7.85							12/08/2016 ⁽¹⁾	12/08/2020	Common Stock	15,000.00	15,000	D	
Common Stock	\$ 7.52							04/28/2018 ⁽²⁾	04/28/2022	Common Stock	25,000.00	25,000	D	
Common Stock	\$ 8.03							02/26/2019 ⁽³⁾	02/26/2023	Common Stock	48,334.00	48,334	D	
Common Stock	\$ 19.60							03/01/2020 ⁽⁴⁾	03/01/2024	Common Stock	17,496.00	17,496	D	
Common Stock	\$ 28.33	03/02/2020		A		18,757		03/02/2021 ⁽⁵⁾	03/02/2027	Common Stock	18,757.00	\$ 28.33 18,757	D	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Pedulla Denise E 12701 COMMONWEALTH DRIVE SUITE 9 FORT MYERS, FL 33913			General Counsel	

Signatures

/s/ Denise E Pedulla	03/03/2020
<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) On December 8, 2015, Ms. Pedulla was granted 60,000 stock options. These options vest ratably over the first four anniversary dates of the grant date.
- (2) On April 28, 2017, Ms. Pedulla was granted 75,000 stock options. These options vest ratably over the first three anniversary dates of the grant date.
- (3) On January 26, 2018, Ms. Pedulla was granted 72,500 stock options. These options vest ratably over the first three anniversary dates of the grant date.
- (4) On March 1, 2019, Ms. Pedulla was granted 17,496 stock options. These options vest ratably over the first four anniversary dates of the grant date.
- (5) On March 2, 2020, Ms. Pedulla was granted 18,757 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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