

# FORM 4

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

| OMB APPROVAL                                   |           |
|--|-----------|
| OMB Number:                                    | 3235-0287 |
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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<br><b>JONES STEVEN C</b>   |  | 2. Issuer Name and Ticker or Trading Symbol<br><b>NEOGENOMICS INC [NEO]</b> |  | 5. Relationship of Reporting Person(s) to Issuer<br>(Check all applicable)<br><input checked="" type="checkbox"/> Director <input type="checkbox"/> 10% Owner<br><input type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) |  |
| (Last) (First) (Middle)<br><b>12701 COMMONWEALTH DRIVE SUITE 9</b> |  | 3. Date of Earliest Transaction (Month/Day/Year)<br><b>03/02/2020</b>       |  |   |  |
| (Street)<br><b>FORT MYERS, FL 33913</b>                            |  | 4. If Amendment, Date Original Filed (Month/Day/Year)                       |  | 6. Individual or Joint/Group Filing (Check Applicable Line)<br><input checked="" type="checkbox"/> Form filed by One Reporting Person<br><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                           |  | S                              |   | 250,000   | D          | \$ 28.85 | 1,375,000   | I  | By Aspen Select Opportunity Fund (1)   |
| Common Stock                    | 03/02/2020                           |  | S                              |   | 25,000  | D          | \$ 28.48 | 125,000   | I  | By self as Trustee for Steven and Carisa Jones 401k and Trust                      |
| Common Stock                    | 03/02/2020                           |  | S                              |   | 2,300   | D          | \$ 28.24 | 40,757  | I  | Shares owned in IRA, custodian accounts, and trusts for the family of Steven Jones |
| Common Stock                    | 03/02/2020                           |  | S                              |   | 20,000  | D          | \$ 28.24 | 30,476  | I  | By Jones Network, LP   |
| Common Stock                    |                                      |  |                                |   |   |            |          | 195,234   | D  |  |

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number. 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)        |   |  |  |  |  |
| Stock Option (Right to Buy)                | \$ 4.78  |                                      |  |                                |   |   | 05/04/2016(2)  | 05/04/2020 | Common Stock  | 125,000.00                                 | 125,000  | I  | By Aspen Select Opportunity Fund (1)                   |

|                             |          |  |  |  |  |  |                           |            |              |            |  |         |   |   |
|-----------------------------|----------|--|--|--|--|--|---------------------------|------------|--------------|------------|--|---------|---|---|
| Stock Option (Right to Buy) | \$ 7.15  |  |  |  |  |  | 04/20/2017 <sup>(3)</sup> | 04/20/2021 | Common Stock | 100,000.00 |  | 100,000 | I | By Aspen Select Opportunity Fund <sup>(1)</sup> |
| Stock Option (Right to Buy) | \$ 7.27  |  |  |  |  |  | 05/25/2018 <sup>(4)</sup> | 05/25/2022 | Common Stock | 10,000.00  |  | 10,000  | D |   |
| Stock Option (Right to Buy) | \$ 11.60 |  |  |  |  |  | 06/01/2019                | 06/01/2023 | Common Stock | 3,017.00   |  | 3,017   | 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 |
| JONES STEVEN C<br>12701 COMMONWEALTH DRIVE SUITE 9<br>FORT MYERS, FL 33913 | X             |           |         |       |

## Signatures

|  |                     |
|--|---------------------|
| /s/ Steven Jones                               | 03/04/2020          |
| <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) 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.
- (2) On May 4, 2015, Mr. Jones was granted 225,000 stock options. These options vest ratably over the first three anniversary dates of the grant date.
- (3) 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.
- (4) On May 25, 2017, Mr. Jones was granted 10,000 stock options. These 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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