

FORM 4

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

OMB APPROVAL

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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* Weiss Lawrence Martin		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) Chief Medical Officer			
(Last) (First) (Middle) 12701 COMMONWEALTH DRIVE SUITE 9		3. Date of Earliest Transaction (Month/Day/Year) 12/14/2020					
(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	12/14/2020		M	50,000 A \$ 6.98	61,717	D	
Common Stock	12/14/2020		M	20,000 A \$ 7.27	81,717	D	
Common Stock	12/14/2020		M	13,333 A \$ 9.22	95,050	D	
Common Stock	12/14/2020		M	16,666 A \$ 13.87	111,716	D	
Common Stock	12/14/2020		M	9,005 A \$ 19.6	120,721	D	
Common Stock	12/14/2020		S	20,200 D \$ 51.06	100,521	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)


(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	Amount or Number of Shares				
Stock Option (Right to Buy)	\$ 6.98	12/14/2020		M			50,000	(1)	03/01/2021	Common Stock	50,000.00	\$ 0	0	D	
Stock Option (Right to Buy)	\$ 7.27	12/14/2020		M			20,000	(2)	05/25/2022	Common Stock	20,000.00	\$ 0	0	D	
Stock Option (Right to Buy)	\$ 9.22	12/14/2020		M			13,333	(3)	04/19/2023	Common Stock	13,333.00	\$ 0	6,667	D	
Stock Option (Right to Buy)	\$ 13.87	12/14/2020		M			16,666	(4)	12/12/2023	Common Stock	16,666.00	\$ 0	8,334	D	

Stock Option (Right to Buy)	\$ 19.60	12/14/2020		M				9,005	(5)	03/01/2024	Common Stock	9,005.00	\$ 0	27,017	D	
Stock Option (Right to Buy)	\$ 28.33								(6)	03/02/2027	Common Stock	37,514.00		37,514	D	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Weiss Lawrence Martin 12701 COMMONWEALTH DRIVE SUITE 9 FORT MYERS, FL 33913			Chief Medical Officer	

Signatures

/s/ Lawrence M. Weiss		12/15/2020
 Signature of Reporting Person		Date

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 March 1, 2016, Dr. Weiss was granted 50,000 stock options. These options vested ratably over the first three anniversary dates of the grant date.
- (2) On May 25, 2017, Dr. Weiss was granted 20,000 stock options. These options vested ratably over the first three anniversary dates of the grant date.
- (3) On April 19, 2018, Dr. Weiss was granted 20,000 stock options. These options vest ratably over the first three anniversary dates of the grant date.
- (4) On December 12, 2018, Dr. Weiss was granted 25,000 stock options. These options vest ratably over the first three anniversary dates of the grant date.
- (5) On March 1, 2019, Dr. Weiss was granted 36,022 stock options. These options vest ratably over the first four anniversary dates of the grant date.
- (6) On March 2, 2020, Dr. Weiss was granted 37,514 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.

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

LIMITED POWER OF ATTORNEY

Be it acknowledged that I, Lawrence Weiss with a mailing address of 31 Columbia, Aliso Viejo, California 92656, the "Principal," do hereby grant a limited and specific power of attorney to Jessica King, the Attorney-in-Fact. Said Attorneys-in-Fact shall have full power and authority to undertake and perform only the following acts on my behalf:

Liaising with government or other entities as necessary for the purpose of filing documents with the Securities and Exchange Commission on my behalf.

The authority herein shall include such incidental acts as are reasonably required to carry out and perform the specific authorities granted herein. My Attorney-in-Fact agrees to accept this appointment.

The Attorney-in-Fact shall be able to have the authority herein beginning December 11, 2018 and end when the act has been completed. Immediately afterwards this form shall become void. In addition, this Power of Attorney is governed by the laws of the State of California and shall be signed by the presence of two (2) witnesses.

Principal

/s/ Lawrence Weiss

ACCEPTANCE OF APPOINTMENT

I, Jessica King, the Attorney-in-Fact, hereby accept appointment as Attorney-in-Fact in accordance with the foregoing instrument.

/s/ Jessica King

I, Denise E. Pedulla, the Attorney-in-Fact, hereby accept appointment as Attorney-in-Fact in accordance with the foregoing instrument.

/s/ Denise E. Pedulla

Affirmation by Witness 1

I, Liane Iguchi, witnessed the execution of this Power of Attorney by Lawrence Weiss and I affirm that he appeared to me to be of sound mind, was not under duress, and affirmed to me that he was the Principal.

Witness 1 Signature /s/Liane Iguchi

Print Name: Liane Iguchi

Date: 12/11/2018

Affirmation by Witness 2

I, Shereen Anderson, witnessed the execution of this Power of Attorney by Lawrence Weiss and I affirm that he appeared to me to be of sound mind, was not under duress, and affirmed to me that he was the Principal.

Witness 2 Signature /s/ Shereen Anderson

Print Name: Shereen Anderson

Date: 12/11/2018