

## FORM 4

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

## OMB APPROVAL

OMB Number: 3235-0287  
Estimated average burden  
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 * Wallar Gina M			2. Issuer Name and Ticker or Trading Symbol NEOGENOMICS INC [NEO]			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) ____ Director ____ 10% Owner <input checked="" type="checkbox"/> Officer (give title below) _____ Other (specify below) President, Pharma Services			
(Last) (First) (Middle) 9490 NEOGENOMICS WAY			3. Date of Earliest Transaction (Month/Day/Year) 12/30/2021						
(Street) FORT MYERS, FL 33912			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 ____ 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	12/30/2021		A (1)		15,286	A	\$ 0	21,299	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)
						Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Stock Option (Right to Buy)	\$ 9.22					(2)	04/19/2023	Common Stock	6,667.00		6,667	D	
Stock Option (Right to Buy)	\$ 13.87					(3)	12/12/2023	Common Stock	8,334.00		8,334	D	
Stock Option (Right to Buy)	\$ 20.83					(4)	05/01/2026	Common Stock	7,153.00		7,153	D	
Stock Option (Right to Buy)	\$ 27.34					(5)	05/01/2027	Common Stock	7,879.00		7,879	D	
Stock Option (Right to Buy)	\$ 48.99					(6)	05/01/2028	Common Stock	8,595.00		8,595	D	
Stock Option (Right to Buy)	\$ 43.95					(7)	07/05/2028	Common Stock	10,126.00		10,126	D	

# Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Wallar Gina M 9490 NEOGENOMICS WAY FORT MYERS, FL 33912			President, Pharma Services	

# Signatures

/s/ Gina M. Wallar		12/30/2021
<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 30, 2021, Ms. Wallar was granted 15,286 restricted stock awards. These awards vest ratably over three years with the first tranche vesting on December 31, 2022.
- (2) On April 19, 2018, Ms. Wallar was granted 20,000 stock options. The options vested ratably over the first three anniversary dates of the grant date.
- (3) On December 12, 2018, Ms. Wallar was granted 25,000 stock options. The options vested ratably over the first three anniversary dates of the grant date.
- (4) On May 1, 2019, Ms. Wallar was granted 9,537 stock options. The options vest ratably over the first four anniversary dates of the grant date.
- (5) On May 1, 2020, Ms. Wallar was granted 7,879 stock options. The options vest ratably over the first four anniversary dates of the grant date.
- (6) On May 1, 2021, Ms. Wallar was granted 8,595 stock options. The options vest ratably over the first four anniversary dates of the grant date.
- (7) On July 5, 2021, Ms. Wallar was granted 10,126 stock options. The 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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