

(Print or Type Responses)

1. Name and Address of Reporting Person* Brown Douglas Matthew			2. Issuer Name and Ticker or Trading Symbol NEOGENOMICS INC [NEO]			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <div><div>Director</div><div>10% Owner</div><div>X Officer (give title below)</div><div>Other (specify below)</div></div> <div>Chief Strategy Officer</div>				
(Last) (First) (Middle) 9490 NEOGENOMICS WAY			3. Date of Earliest Transaction (Month/Day/Year) 03/01/2022							
(Street) FORT MYERS, FL 33912			4. If Amendment, Date Original Filed(Month/Day/Year)			6. Individual or Joint/Group Filing(Check Applicable Line) <div><div>X Form filed by One Reporting Person</div><div>Form filed by More than One Reporting Person</div></div>				
(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		03/01/2022		A		35,030 (1)	A	\$ 0	77,246	D
Common Stock		03/02/2022		F		867 (2)	D	\$ 0	76,379	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)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Stock Option (Right to Buy)	\$ 28.33							(3)	03/02/2027	Common Stock	45,017.00		45,017	D	
Stock Option (Right to Buy)	\$ 53.17							(4)	03/02/2028	Common Stock	26,378.00		26,378	D	
Stock Option (Right to Buy)	\$ 21.41	03/01/2022		A		85,519		(5)	03/01/2029	Common Stock	85,519.00	\$ 0	85,519	D	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Brown Douglas Matthew 9490 NEOGENOMICS WAY FORT MYERS, FL 33912			Chief Strategy Officer	

Signatures

/s/ Halley E. Gilbert, Attorney-in-Fact		03/03/2022
<div>Signature of Reporting Person</div>		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, 2022, Mr. Brown was granted 35,030 restricted stock awards. These awards vest ratably over the first four anniversary dates of the grant date.
- (2) Shares surrendered to NeoGenomics Inc. for retirement to satisfy the tax obligations in connection with the March 2, 2022 vesting of restricted stock.
- (3) On March 2, 2020, Mr. Brown was granted 45,017 stock options. These options vest ratably over the first four anniversary dates of the grant date.
- (4) On March 2, 2021, Mr. Brown was granted 26,378 stock options. These options vest ratably over the first four anniversary dates of the grant date.
- (5) On March 1, 2022, Mr. Brown was granted 85,519 stock options. These options vest ratably over the first four anniversary dates of the grant date.

Remarks:

Exhibit List:

Exhibit 24 - Limited Power Of Attorney

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

The undersigned hereby constitutes and appoints William Bonello, Halley Gilbert, and Ali Olivo, and each of them individually, with full power of substitution, as the undersigned's true and lawful

(1) prepare, execute in the undersigned's name and on the undersigned's behalf, and submit to the U.S. Securities and Exchange Commission (the "SEC") a Form ID, including amendments thereto, and

(2) execute for and on behalf of the undersigned, in the undersigned's capacity as officer and/or director of NeoGenomics, Inc. (the "Company"), Forms 3, 4, 5 and any Schedules 13D or 13G in accordance with

(3) do and perform any and all acts for and on behalf of the undersigned that may be necessary or desirable to complete and execute any such Form 3, 4, or 5 or Schedule 13D or 13G, complete and execute

(4) take any other action of any type whatsoever in connection with the foregoing that, in the opinion of each such attorney-in-fact, may be of benefit to, in the best interest of, or legally required

The undersigned hereby grants to each such attorney-in-fact full power and authority to do and perform any and every act and thing whatsoever requisite, necessary, or proper to be done in the execution of

This Power of Attorney shall remain in full force and effect until the undersigned is no longer required to file Forms 3, 4, 5, and any Schedules 13D or 13G with respect to the undersigned's holdings

IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of this 20th day of January, 2022.

/s/ Doug Brown