

JONES STEVEN C  
 Form 4  
 December 14, 2017

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
 Expires: January 31, 2015  
 Estimated average burden hours per response... 0.5

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, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
 JONES STEVEN C

2. Issuer Name and Ticker or Trading Symbol  
 NEOGENOMICS INC [NEO]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)  
 12701 COMMONWEALTH DRIVE  
 SUITE 9  
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)  
 06/27/2017

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
 Executive Vice President

FORT MYERS, FL 33913

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)  
 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)
				(A) or (D) Price			
Common Stock					3,150,000	I	By Aspen Select Oppurtunity Fund <sup>(1)</sup>
Common Stock	12/14/2017		G	20,000	\$ 9.06	D	
Common Stock					50,476	I	By Jones Network, LP
Common Stock					52,157	I	Shares owned in IRA,

Common Stock	190,000	I	custodian accounts, and trusts for the family of Steven Jones  By self as Trustee for Steven and Carisa Jones 401k and Trust
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Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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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)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option (Right to Buy)	\$ 4.78					05/04/2016 <sup>(2)</sup>	05/04/2020	Common Stock	225,000
Stock Option (Right to Buy)	\$ 7.15					04/20/2017 <sup>(3)</sup>	04/20/2021	Common Stock	100,000
Stock Option	\$ 7.27					05/25/2018 <sup>(4)</sup>	05/25/2022	Common Stock	10,000
Restricted Stock	\$ 0 <sup>(5)</sup>					06/30/2017 <sup>(6)</sup>	<sup>(7)</sup>	Common Stock	8,667

# Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
JONES STEVEN C 12701 COMMONWEALTH DRIVE SUITE 9 FORT MYERS, FL 33913			Executive Vice President	

## Signatures

/s/ Steven Jones                      12/14/2017

\_\_Signature of                      Date  
Reporting Person

## 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).
- 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.
- (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. The 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. The options vest ratably on the next three anniversary dates of the grant date.
  - (5) Each restricted stock unit represents the contingent right to receive one share of common stock upon vesting of the unit.
  - (6) The restricted stock will vest as follows; 2,166 units at June 30, 2017 and thereafter, 2,167 shares will vest on the last day of each calendar quarter for the next three fiscal quarters up to March 31, 2018.
  - (7) These restricted stock units will terminate upon the earliest of death, termination of employment or the last vesting 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.