

SHOVLIN ROBERT J.

Form 4

November 13, 2018

**FORM 4****UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

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

## OMB APPROVAL

OMB  
Number: 3235-0287  
Expires: January 31,  
2005  
Estimated average  
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response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
SHOVLIN ROBERT J.

(Last) (First) (Middle)

12701 COMMONWEALTH DRIVE  
SUITE 9

(Street)

FORT MYERS, FL 33913

(City) (State) (Zip)

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

3. Date of Earliest Transaction  
(Month/Day/Year)  
11/09/2018

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

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

\_\_\_\_ Director \_\_\_\_ 10% Owner  
\_\_X\_\_ Officer (give title below) \_\_\_\_ Other (specify below)

President, Clinical Services

6. Individual or Joint/Group Filing(Check  
Applicable Line)  
\_\_X\_\_ Form filed by One Reporting Person  
\_\_\_\_ Form filed by More than One Reporting  
Person

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

| 1. Title of<br>Security<br>(Instr. 3) | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3. Transaction<br>Code<br>(Instr. 8) | 4. Securities Acquired (A)<br>or Disposed of (D)<br>(Instr. 3, 4 and 5) | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I)<br>(Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|---------------------------------------|-----------------------------------------|-------------------------------------------------------------|--------------------------------------|-------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------|-------------------------------------------------------------------|
| Common<br>Stock                       | 11/09/2018                              |                                                             | M                                    | 300,000                                                                 | A \$ 4.79 339,884                                                                                                  | D                                                                       |                                                                   |
| Common<br>Stock                       | 11/09/2018                              |                                                             | S                                    | 180,000                                                                 | D \$ 17.05 159,884                                                                                                 | D                                                                       |                                                                   |
| Common<br>Stock                       | 11/12/2018                              |                                                             | S                                    | 36,493                                                                  | D \$ 16.76 123,391                                                                                                 | D                                                                       |                                                                   |

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

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SEC 1474  
(9-02)

number.

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned**  
*(e.g., puts, calls, warrants, options, convertible securities)*

| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2. Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4. Transaction<br>Code<br>(Instr. 8) | 5. Number of<br>Derivative<br>Securities<br>Acquired (A) or<br>Disposed of (D)<br>(Instr. 3, 4, and<br>5) | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) |                    | 7. Title and Amount<br>Underlying Securities<br>(Instr. 3 and 4) |                            |
|-----------------------------------------------------|--------------------------------------------------------------------|-----------------------------------------|-------------------------------------------------------------|--------------------------------------|-----------------------------------------------------------------------------------------------------------|----------------------------------------------------------------|--------------------|------------------------------------------------------------------|----------------------------|
|                                                     |                                                                    |                                         |                                                             | Code                                 | V (A) (D)                                                                                                 | Date Exercisable                                               | Expiration<br>Date | Title                                                            | Amount<br>Number<br>Shares |
| Stock<br>Option<br>(Right to<br>Buy)                | \$ 4.79                                                            | 11/09/2018                              |                                                             | M                                    | 300,000                                                                                                   | 10/13/2015 <sup>(1)</sup>                                      | 10/13/2019         | Common<br>Stock                                                  | 300,000                    |
| Stock<br>Option<br>(Right to<br>Buy)                | \$ 7.15                                                            |                                         |                                                             |                                      |                                                                                                           | 04/20/2017 <sup>(2)</sup>                                      | 04/20/2021         | Common<br>Stock                                                  | 200,000                    |
| Stock<br>Option<br>(Right to<br>Buy)                | \$ 7.52                                                            |                                         |                                                             |                                      |                                                                                                           | 04/28/2018 <sup>(3)</sup>                                      | 04/28/2022         | Common<br>Stock                                                  | 200,000                    |
| Stock<br>Option<br>(Right to<br>Buy)                | \$ 8.03                                                            |                                         |                                                             |                                      |                                                                                                           | 02/26/2019 <sup>(4)</sup>                                      | 02/26/2023         | Common<br>Stock                                                  | 288,000                    |

## Reporting Owners

| Reporting Owner Name / Address                                                | Relationships |           |                              |       |
|-------------------------------------------------------------------------------|---------------|-----------|------------------------------|-------|
|                                                                               | Director      | 10% Owner | Officer                      | Other |
| SHOVLIN ROBERT J.<br>12701 COMMONWEALTH DRIVE SUITE 9<br>FORT MYERS, FL 33913 |               |           | President, Clinical Services |       |

## Signatures

/s/ Robert J.  
Shovlin

11/13/2018

\*\*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).
- On October 13, 2014, Mr. Shovlin was granted an option to purchase 300,000 shares. The options have time based vesting. On the first anniversary of the option grant date 75,000 shares vest. Then beginning on the thirteenth (13th) month through the fourth anniversary of the option grant date 6,250 shares will vest on a monthly basis.
- (1)
  - (2) On April 20, 2016, Mr. Shovlin was granted 200,000 stock options. These options vest ratably over the first three anniversary dates of the grant date.
  - (3) On April 28, 2017, Mr. Shovlin was granted 200,000 stock options. These options vest ratably over the first three anniversary dates of the grant date.
  - (4) On February 26, 2018, Mr. Shovlin was granted 288,500 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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