

JONES STEVEN C
 Form 4
 December 14, 2017

FORM 4

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

OMB APPROVAL

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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

(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)
 06/27/2017

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

___ Director ___ 10% Owner
 Officer (give title below) ___ Other (specify below)

Executive Vice President

6. Individual or Joint/Group Filing(Check Applicable Line)

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 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)
Common Stock					3,150,000	I	By Aspen Select Oppurtunity Fund ⁽¹⁾
Common Stock	12/14/2017		G	20,000 D	\$ 226,251	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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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 ⁽²⁾	05/04/2020	Common Stock	225,000
Stock Option (Right to Buy)	\$ 7.15					04/20/2017 ⁽³⁾	04/20/2021	Common Stock	100,000
Stock Option	\$ 7.27					05/25/2018 ⁽⁴⁾	05/25/2022	Common Stock	10,000
Restricted Stock	\$ 0 ⁽⁵⁾					06/30/2017 ⁽⁶⁾	⁽⁷⁾	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
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).
- 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) 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.

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