

NEOGENOMICS INC  
Form 8-K  
August 22, 2014

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**  
**Washington, DC 20549**

**FORM 8-K**

**CURRENT REPORT**

**Pursuant to Section 13 or 15(d)**

**of the Securities Exchange Act of 1934**

**Date of Report (Date of earliest event reported): August 20, 2014**

**NEOGENOMICS, INC.**

**(Exact name of registrant as specified in its charter)**

**Nevada**  
**(State or other jurisdiction**  
  
**of incorporation)**

**001-35756**  
**(Commission**  
  
**File Number)**

**74-2897368**  
**(I.R.S. Employer**  
  
**Identification No.)**

**12701 Commonwealth Drive, Suite 9, Fort Myers,**

**Florida**  
**(Address of principal executive offices)**

**(239) 768-0600**

**33913**  
**(Zip Code)**

**(Registrant's telephone number, including area code)**

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- .. Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- .. Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- .. Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- .. Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

**Item 8.01 Other Events.**

On August 20, 2014 the Company closed on the public offering of an additional 1.05 million shares of common stock at an offering price of \$4.60 per share as a result of the exercise in full of the underwriters' over-allotment option. The total gross proceeds of the offering, including the exercise in full of the over-allotment option were approximately \$37.0 million from the sale of a total of 8.05 million common shares. The net proceeds to the Company, after deducting the underwriters' discount and other estimated expenses will be approximately \$34.6 million. The Company plans to use the net proceeds for working capital, capital expenditures and for general corporate purposes including potential acquisitions and the repayment of debt.

On August 22, 2014, the Company issued a press release announcing the announcing the exercise of the over-allotment option by the Underwriters. A copy of the Press Release is attached hereto as Exhibit 99.1, and is incorporated by reference herein.

**Item 9.01. Financial Statements and Exhibits.**

(d) Exhibits

99.1 Press Release dated August 22, 2014.

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

**NEOGENOMICS, INC.**

By: /s/ George A. Cardoza  
George A. Cardoza  
Chief Financial Officer

Date: August 22, 2014