

BRODIE STEVEN G.
Form 4
October 24, 2018

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 *
BRODIE STEVEN G.

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

3. Date of Earliest Transaction (Month/Day/Year)
10/22/2018

____ Director _____ 10% Owner
X Officer (give title below) _____ Other (specify below)

VP - Pharma Operations

(Street)

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

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

FORT MYERS, FL 33913

(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 Ownership (Instr. 4)
				(A) or (D) Code V	Amount	Price	
Common Stock	10/22/2018		M	13,334	A	\$ 3.45	45,953 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)

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

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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 Number Shares
Stock Option (Right to Buy)	\$ 3.45	10/22/2018		M	13,334	03/05/2015	03/05/2019	Common Stock	13,334
Stock Option (Right to Buy)	\$ 7.52					04/28/2018 ⁽¹⁾	04/28/2022	Common Stock	50,000
Stock Option (Right to Buy)	\$ 7.15					04/20/2017 ⁽²⁾	04/20/2021	Common Stock	100,000
Stock Option (Right to Buy)	\$ 4.78					05/04/2016 ⁽³⁾	05/04/2020	Common Stock	120,000
Stock Option (Right to Buy)	\$ 8.03					02/26/2019 ⁽⁴⁾	02/26/2023	Common Stock	58,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
BRODIE STEVEN G. 12701 COMMONWEALTH DRIVE SUITE 9 FORT MYERS, FL 33913			VP - Pharma Operations	

Signatures

/s/ Steven G. Brodie 10/24/2018

**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).

- (1) On April 28, 2017, Dr. Brodie was granted 50,000 stock options. These options vest ratably over the next three anniversary dates of the grant date.
- (2) On April 20, 2016, Dr. Brodie was granted 100,000 stock options. These options vest ratably over the first three anniversary dates of the grant date.
- (3) On May 4, 2015 Dr, Brodie was granted 120,000 stock options. These options vest ratably over the next three anniversary dates of the grant date.
- (4) On February 26, 2018, Dr. Brodie was granted 58,000 stock options. These options vest ratably over the next 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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