

NEOGENOMICS INC
Form 4
September 16, 2016

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)
09/14/2016

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)

Executive VP of Finance

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 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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| Common Stock | | | | (A) or (D) | Amount | | By Aspen Select Healthcare LP (1) |
| Common Stock | | | | (A) or (D) | 3,150,000 | I | |
| Common Stock | | | | (A) or (D) | 266,251 | D | |
| Common Stock | | | | (A) or (D) | 50,476 | I | By Jones Network, LP |
| Common Stock | | | | (A) or (D) | 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 Defined Benefit Plan and Trust |
|-----------------|---------|---|--|

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

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(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 Underlying Security (Instr. 3 and 4) |
|---|---|---|---|---|---|--|--|
| | | | | Code | V (A) (D) | Date Exercisable Expiration Date | Title Amount Share |
| Stock Option (Right to Buy) | \$ 4.78 | | | | | 05/04/2016 ⁽²⁾ 05/04/2020 | Common Stock 225, |
| Stock Option (Right to Buy) | \$ 7.15 | | | | | 04/20/2017 ⁽³⁾ 04/20/2021 | Common Stock 100, |
| Warrants | \$ 1.5 | 09/14/2016 | | S ⁽⁴⁾ | 225,000 | 05/03/2010 ⁽⁵⁾ 05/03/2017 | Common Stock 225, |
| Warrants | \$ 1.5 | 09/14/2016 | | S ⁽⁴⁾ | 112,500 | 05/03/2010 ⁽⁵⁾ 05/03/2017 | Common Stock 112, |
| Warrants | \$ 1.5 | 09/14/2016 | | S ⁽⁴⁾ | 112,500 | 05/03/2010 ⁽⁵⁾ 05/03/2017 | Common Stock 112, |

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 VP of Finance | |

Signatures

/s/ Steven Jones 09/16/2016

__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 Healthcare, LP is a private investment fund. Medical Venture Partners, LLC is the sole general partner of Aspen Select Healthcare, LP, and Mr. Jones is a Managing Member of Medical Venture Partners, LLC. Mr. Jones disclaims beneficial ownership of such shares except to the extent of his respective pecuniary interests therein.
- (1) Healthcare, LP, and Mr. Jones is a Managing Member of Medical Venture Partners, 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) Warrants were sold to an unaffiliated third party and remain subject to exercise.
 - (5) Such warrants were issued in connection with a consulting agreement, dated 5/3/2010.

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.