

BALLIET JENNIFER  
Form 4  
August 25, 2017

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
Expires: January 31, 2015  
Estimated average burden hours per response... 0.5

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 \*  
**BALLIET JENNIFER**

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)  
**08/23/2017**

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

**VP and Chief Culture Officer**

(Street)

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

6. Individual or Joint/Group Filing(Check Applicable Line)  
 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)
			Code	V	Amount	(D)	Price
Common Stock	08/24/2017		M		15,000	A	\$ 3.45
Common Stock	08/24/2017		M		7,500	A	\$ 3.76
Common Stock	08/24/2017		D		22,500	D	\$ 9.38
							(1)

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

**Persons who respond to the collection of information contained in this form are not required to respond unless the form**

SEC 1474 (9-02)

displays a currently valid OMB control number.

**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 Security (Instr. 3 and 4)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount
Stock Option (Right to Buy)	\$ 3.76	08/24/2017		X	7,500	04/16/2014 <sup>(2)</sup>	04/16/2018	Common Stock	7,500
Stock Option (Right to Buy)	\$ 3.45	08/24/2017		X	15,000	03/05/2015 <sup>(3)</sup>	03/05/2019	Common Stock	15,000
Stock Option (Right to Buy)	\$ 4.78					05/04/2016 <sup>(4)</sup>	05/04/2020	Common Stock	120,000
Stock Option (Right to Buy)	\$ 7.15					04/20/2017 <sup>(5)</sup>	04/20/2021	Common Stock	50,000
Stock Option (Right to Buy)	\$ 7.52					04/28/2018 <sup>(6)</sup>	04/28/2022	Common Stock	60,000
Restricted Stock <sup>(7)</sup>	\$ 0					05/25/2018 <sup>(8)</sup>	<sup>(9)</sup>	Common Stock	20,000

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
BALLIET JENNIFER 12701 COMMONWEALTH DRIVE SUITE 9 FORT MYERS, FL 33913			VP and Chief Culture Officer	

## Signatures

/s/Jennifer  
Balliet

08/25/2017

\_\_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).

(1) Average price of shares sold

(2) On April 16, 2013, Jennifer Balliet was granted 7,500 stock options which vested ratably over the first three anniversary dates of the grant date.

(3) On March 5, 2014, Jennifer Balliet was granted 15,000 stock options which vested ratably over the first three anniversary dates of the grant date.

(4) On May 4, 2015, Jennifer Balliet was granted 120,000 stock options. The options vest ratably over the first three anniversary dates of the grant date.

(5) On April 20, 2016, Jennifer Balliet was granted 50,000 stock options. These options vest ratably over the first three anniversary dates of the grant date.

(6) On April 28, 2017, Jennifer Balliet was granted 60,000 stock options. The options vest ratably over the first three anniversaries of the grant date.

(7) Each restricted stock unit represents the contingent right to receive one share of common stock upon vesting of the unit.

(8) Restricted stock will vest as follows; 6,666 units will vest on May 25, 2018 and 6,667 units will vest on May 25, 2019 and 2020.

(9) 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.

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.