CARDOZA GEORGE
Form 4
February 28, 2019

FORM 4

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

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

OMB APPROVAL

OMB Number:	3235-0287
Expires:	January 31, 2005
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).

(Print or Type Responses)

1. Name and Address of Reporting Person *
CARDOZA GEORGE

(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)
02/27/2019

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)
President, Pharma Services

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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	02/27/2019		M		30,000	A	$ 3.45	244,089 (1)	D	
Common Stock								20,000	I	Trust by Self

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)

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 o 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	02/27/2019		M			30,000	03/05/2015(2)	03/05/2019	Common Stock	30,00
Stock Option (Right to Buy)	$ 7.15							04/20/2017(3)	04/20/2021	Common Stock	200,00
Stock Option (Right to Buy)	$ 4.78							05/04/2016(4)	05/04/2020	Common Stock	200,00
Stock Option (Right to Buy)	$ 7.52							04/28/2018(5)	04/28/2022	Common Stock	200,00
Stock Options (Right to Buy)	$ 8.03							02/26/2019(6)	02/26/2023	Common Stock	192,50

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
CARDOZA GEORGE 12701 COMMONWEALTH DRIVE SUITE 9 FORT MYERS, FL 33913			President, Pharma Services	

Signatures

/s/ George Cardoza	02/28/2019
**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) The total includes 16,667 shares of unvested restricted stock that were previously reported in Table II.

(2) On March 5, 2014 Mr. Cardoza was granted an option to purchase 30,000 shares. These options vest ratably over the first three anniversary dates of the grant.

(3) On April 20, 2016, Mr. Cardoza was granted 200,000 stock options. These options vest ratably over the first three anniversary dates of the grant date.

(4) On May 4, 2015 Mr. Cardoza was granted an option to purchase 200,000 shares. These options vest ratably over the first three anniversary dates of the grant.

(5) On April 28, 2017, Mr. Cardoza was granted 200,000 stock options. These options vest ratably over the next three anniversary dates of the grant date.

(6) On February 26, 2018, Mr. Cardoza was granted 192,500 stock options. These options vest ratably over the first 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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