

NEOGENOMICS INC  
Form 3  
April 24, 2015

**FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

OMB APPROVAL

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**INITIAL STATEMENT OF 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)

|  |   |  |  |   |   |
|--|---|--|--|---|---|
| <p>1. Name and Address of Reporting Person *</p> <p><b>Â BRODIE STEVEN G.</b></p> <p>(Last) (First) (Middle)</p> <p>12701 COMMONWEALTH DRIVE SUITE 9</p> <p>(Street)</p> <p>FORT MYERS, Â FL Â 33913</p> <p>(City) (State) (Zip)</p> | <p>2. Date of Event Requiring Statement</p> <p>(Month/Day/Year)</p> <p>04/16/2015</p> | <p>3. Issuer Name <b>and</b> Ticker or Trading Symbol</p> <p>NEOGENOMICS INC [NEO]</p> | <p>4. Relationship of Reporting Person(s) to Issuer</p> <p>(Check all applicable)</p> <p><input type="checkbox"/> Director <input type="checkbox"/> 10% Owner<br/><input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other<br/>(give title below) (specify below)<br/>Chief Scientific Officer</p> | <p>5. If Amendment, Date Original Filed(Month/Day/Year)</p> | <p>6. Individual or Joint/Group Filing(Check Applicable Line)</p> <p><input checked="" type="checkbox"/> Form filed by One Reporting Person<br/><input type="checkbox"/> Form filed by More than One Reporting Person</p> |
|--|---|--|--|---|---|

**Table I - Non-Derivative Securities Beneficially Owned**

| 1. Title of Security<br>(Instr. 4) | 2. Amount of Securities Beneficially Owned<br>(Instr. 4) | 3. Ownership Form:<br>Direct (D)<br>or Indirect (I)<br>(Instr. 5) | 4. Nature of Indirect Beneficial Ownership<br>(Instr. 5) |
|------------------------------------|--|---|--|
| Common Stock                       | 4,482  | D   | Â  |

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

SEC 1473 (7-02)

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.**

**Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

| 1. Title of Derivative Security<br>(Instr. 4) | 2. Date Exercisable and Expiration Date<br>(Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security<br>(Instr. 4) | 4. Conversion or Exercise Price of Derivative Security | 5. Ownership Form of Derivative Security:<br>Direct (D) | 6. Nature of Indirect Beneficial Ownership<br>(Instr. 5) |
|---|---|--|--|---|--|
|   | Date Exercisable  | Title  |  |   |  |

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|                             | Expiration Date                      | Amount or Number of Shares  | or Indirect (I) (Instr. 5) |
|-----------------------------|--------------------------------------|-----------------------------|----------------------------|
| Stock Option (Right to Buy) | 05/16/2012 <sup>(1)</sup> 05/16/2016 | Common Stock 50,000 \$ 1.48 | D Â                        |
| Stock Option (Right to Buy) | 04/12/2012 <sup>(2)</sup> 04/12/2017 | Common Stock 10,000 \$ 1.69 | D Â                        |
| Stock Option (Right to Buy) | 04/16/2014 <sup>(3)</sup> 04/16/2018 | Common Stock 10,000 \$ 3.76 | D Â                        |
| Stock Option (Right to Buy) | 03/05/2015 <sup>(4)</sup> 03/05/2019 | Common Stock 20,000 \$ 3.45 | D Â                        |

## Reporting Owners

| Reporting Owner Name / Address   | Relationships |           |                            |       |
|--|---------------|-----------|----------------------------|-------|
|  | Director      | 10% Owner | Officer                    | Other |
| BRODIE STEVEN G.<br>12701 COMMONWEALTH DRIVE SUITE 9<br>FORT MYERS, FL 33913 | Â             | Â         | Â Chief Scientific Officer | Â     |

## Signatures

/s/ Steven G. Brodie 04/24/2015

\*\*Signature of Reporting Person Date

## Explanation of Responses:

- \* If the form is filed by more than one reporting person, see Instruction 5(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 May 16, 2011 Dr. Brodie was granted 50,000 stock options. The options vest ratably over the first four anniversaries of the grant date.
- (2) On April 12, 2012 Dr. Brodie was granted 10,000 stock options. There was immediate vesting of 2,500 shares and then 2,500 shares will vest on the next three anniversary dates of the grant date.
- (3) On April 16, 2013 Dr. Brodie was granted 10,000 stock options. These options will vest ratably over the next three anniversary dates of the grant date.
- (4) On March 5, 2014 Dr. Brodie was granted 20,000 stock options. The options will 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. 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.