

GASPARINI ROBERT P

Form 3/A

September 13, 2012

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

OMB APPROVAL

OMB
Number: 3235-0104Expires: January 31,
2005Estimated average
burden hours per
response... 0.5**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)

1. Name and Address of Reporting
Person *

Â GASPARINI ROBERT P

(Last) (First) (Middle)

C/O NEOGENOMICS,
INC.,Â 12701
COMMONWEALTH DRIVE
SUITE 9

(Street)

FORT MYERS,Â FLÂ US
33913

(City) (State) (Zip)

2. Date of Event Requiring
Statement

(Month/Day/Year)

05/02/2011

3. Issuer Name **and** Ticker or Trading Symbol
NEOGENOMICS INC [NGNM.OB]4. Relationship of Reporting
Person(s) to Issuer

(Check all applicable)

☒ Director ☐ 10% Owner☒ Officer ☐ Other

(give title below) (specify below)

Chief Scientific Officer

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

05/02/2011

6. Individual or Joint/Group
Filing(Check Applicable Line)☒ Form filed by One Reporting
Person☐ Form filed by More than One
Reporting Person**Table I - Non-Derivative Securities Beneficially Owned**1. Title of Security
(Instr. 4)2. Amount of Securities
Beneficially Owned
(Instr. 4)3. Ownership
Form:
Direct (D)
or Indirect
(I)
(Instr. 5)4. Nature of Indirect Beneficial
Ownership
(Instr. 5)

Common Stock

33,155 ⁽³⁾

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
(Instr. 4)2. Date Exercisable and
Expiration Date
(Month/Day/Year)3. Title and Amount of
Securities Underlying
Derivative Security4. Conversion
or Exercise5. Ownership
Form of6. Nature of Indirect
Beneficial
Ownership

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	Date Exercisable	Expiration Date	(Instr. 4) Title	Amount or Number of Shares	Price of Derivative Security	Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	(Instr. 5)
Stock Option (right to buy)	01/03/2005	01/03/2015	Common Stock	575,000	\$ 0.25	D	Â
Stock Option (right to buy)	02/13/2007	02/12/2017	Common Stock	100,000	\$ 1.47	D	Â
Stock Option (right to buy)	03/12/2008 ⁽¹⁾	03/12/2015	Common Stock	584,000	\$ 0.8	D	Â
Stock Option (right to buy)	12/31/2009 ⁽²⁾	02/01/2016	Common Stock	150,000	\$ 0.62	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
GASPARINI ROBERT P C/O NEOGENOMICS, INC. 12701 COMMONWEALTH DRIVE SUITE 9 FORT MYERS, FL US 33913	Â X	Â	Â Chief Scientific Officer	Â

Signatures

/s/ Robert P Gasparini 09/13/2012

__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 March 12, 2008 Mr. Gasparini was granted an option to purchase 784,000 shares. The first vesting and exercisable date was March 12, 2008. On this date 24,000 options vested and then there was to be 45 additional monthly vesting of 8,000 shares for a total of 384,000 options. Included in this grant were 400,000 non-qualified options with an initial vesting on March 12, 2008. From this grant 200,000 options were cancelled. In terms of the remaining 200,000 non-qualified options, 100,000 options are vested and exercisable.

(2) On February 2, 2009 Mr. Gasparini was granted an option to purchase 200,000 shares. These were performance options which vest based on various milestones. To date 50,000 shares are vested and exercisable, 50,000 shares have been cancelled and 100,000 shares are unvested.

(3) The initial Form 3 filing was misstated and there were certain directly owned shares which should have not been included on the initial ownership filing. Therefore their were 33,155 shares on May 2, 2011.

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.