SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

FORM 8-K

CURRENT REPORT
PURSUANT TO SECTION 13 OR 15(d) OF
THE SECURITIES EXCHANGE ACT OF 1934

DATE OF REPORT: NOVEMBER 13, 2003

NEOPROBE CORPORATION
(EXACT NAME OF REGISTRANT AS SPECIFIED IN ITS CHARTER)

Delaware	0-26520	31-1080091
(STATE OR OTHER JURISDICTION OF INCORPORATION OR ORGANIZATION)	(COMMISSION FILE NO.)	(IRS EMPLOYER IDENTIFICATION NUMBER)

425 Metro Place North, Suite 300
Columbus, Ohio 43017
(614) 793-7500
(ADDRESS, INCLUDING ZIP CODE, AND TELEPHONE NUMBER INCLUDING AREA CODE OF REGISTRANT'S PRINCIPAL EXECUTIVE OFFICES)

Not Applicable
(FORMER NAME OR FORMER ADDRESS, IF CHANGED SINCE LAST REPORT)

ITEM 5. OTHER EVENTS.

On November 17, 2003, Neoprobe Corporation, a Delaware corporation (the "Company"), completed a placement of common stock and warrants in the aggregate amount of $2.8 million dollars (the "Equity Placement"). The purchasers included both institutional investors and high net worth individuals. The Company issued a news release on November 17, 2003, announcing the completion of the Equity Placement. The information contained in the news release, which is attached as Exhibit 99(a) to this Report, is incorporated herein by reference.

Statements contained or incorporated by reference in this Current Report on Form 8-K which relate to other than strictly historical facts, such as statements about the Company's plans and strategies, expectations for future financial performance, new and existing products and technologies, and markets for the Company's products, are forward-looking statements. The words "believe," "expect," "anticipate," "estimate," "project," and similar expressions identify forward-looking statements that speak only as of the date hereof. Investors are cautioned that such statements involve risks and uncertainties that could cause actual results to differ materially from historical or anticipated results due to many factors including, but not limited to, the Company's limited revenues, accumulated deficit, future capital needs, uncertainty of capital funding, dependence on limited product line and exclusive distributor, uncertainty of market acceptance, competition, limited marketing and manufacturing experience, and other risks detailed in the Company's most recent Annual Report on Form 10-KSB and other Securities and Exchange Commission filings. The Company

undertakes no obligation to publicly update or revise any forward-looking statements.

ITEM 7. FINANCIAL STATEMENTS AND EXHIBITS.

(c) Exhibits.

99(a) News release of Neoprobe Corporation dated November 17, 2003.*

99(b) News release of Neoprobe Corporation dated November 13, 2003.*

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* Filed with this report

ITEM 12. RESULTS OF OPERATIONS AND FINANCIAL CONDITION.

On November 13, 2003, Neoprobe Corporation (the "Company") issued a press release regarding its consolidated financial results for the third quarter ended September 30, 2003. A copy of the Company's press release is furnished as Exhibit 99(b) to this Current Report on Form 8-K and is incorporated herein by reference.

The information in this Current Report on Form 8-K, including the exhibits hereto, shall not be treated as "filed" for purposes of the Securities Exchange Act of 1934, as amended.

Statements contained or incorporated by reference in this Current Report on Form 8-K which relate to other than strictly historical facts, such as statements about the Company's plans and strategies, expectations for future financial performance, new and existing products and technologies, and markets for the Company's products, are forward-looking statements. The words "believe," "expect," "anticipate," "estimate," "project," and similar expressions identify forward-looking statements that speak only as of the date hereof. Investors are cautioned that such statements involve risks and uncertainties that could cause actual results to differ materially from historical or anticipated results due to many factors including, but not limited to, the Company's limited revenues, accumulated deficit, future capital needs, uncertainty of capital funding, dependence on limited product line and exclusive distributor, uncertainty of market acceptance, competition, limited marketing and manufacturing experience, and other risks detailed in the Company's most recent Annual Report on Form 10-KSB and other Securities and Exchange Commission filings. The Company undertakes no obligation to publicly update or revise any forward-looking statements.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

NEOPROBE CORPORATION

Date: November 21, 2003 By: /s/ David C. Bupp

David C. Bupp
President and Chief Executive Officer

EXHIBIT INDEX

Exhibit No.	Description
99(a)	News release of Neoprobe Corporation dated November 17, 2003.*
99(b)	News release of Neoprobe Corporation dated November 13, 2003.*

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* Filed with this report.

EXHIBIT 99(a)

IMMEDIATE RELEASE NOVEMBER 17, 2003

CONTACTS:
DAVID BUPP JONATHAN FASSBERG,
PRESIDENT/CEO THE TROUT GROUP
614 793 7500 212 477 9007

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NEOPROBE COMPLETES EQUITY PLACEMENT
$2.8 Million Placement Provides Product Development and Marketing Funding

DUBLIN, OHIO - November 17, 2003 -- Neoprobe Corporation (OTCBB: NEOP), a diversified developer of innovative oncology and cardiovascular surgical and diagnostic products, announced today that it had completed a $2.8 million placement of common stock and warrants. The purchasers included both institutional investors and high net worth individuals. In the placement, 12.2 million shares of common stock were issued at $0.23 per share, as well as Series R warrants to purchase additional 6.1 million common shares at $0.28 per share. The warrants have a term of five years. The company has agreed to file a registration statement covering resales of the securities by the purchasers to the public no later than December 31, 2003.

"We are very pleased to have new investors in Neoprobe, and to have the new financial resources that will enable the company to further develop and promote our product portfolio," said David Bupp, President and CEO of Neoprobe." The capital allows us to continue the development and commercialization of the Cardiosonix blood flow products and to pursue the development of additional products, including further clinical development activities for Lymphoseek(TM)"

The securities sold in the private placement were not registered under the Securities Act of 1933, but were sold in transactions exempt from such registration requirements. The securities may not be offered or resold in the United States absent registration or an applicable exemption from registration requirements. This press release does not constitute an offer of any of the securities for sale.

ABOUT NEOPROBE
Neoprobe develops and provides innovative surgical and diagnostic products that enhance patient care by meeting the critical decision making needs of healthcare professionals. Neoprobe's current line of gamma detection systems is widely used for intraoperative lymphatic mapping (ILM), an emerging standard of care technology for breast cancer and melanoma. Neoprobe also holds significant interests in the development of related biomedical systems and agents. The Company's strategy is to deliver superior growth and shareholder return by maximizing its strong position in gamma detection technologies and diversifying into new, synergistic biomedical markets through continued investment and selective acquisitions. With the acquisition of Cardiosonix Ltd. in 2001, Neoprobe expanded its product portfolio to include blood flow measurement products. Cardiosonix is a development stage company that has recently received regulatory clearance to begin the clinical evaluation and commercial sale of its blood flow measurement products. Cardiosonix' products (the Quantix/ND(TM) and the Quantix/OR(TM)) are designed to be used by neurosurgeons, cardiovascular surgeons and critical care physicians.

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Statements in this news release, which relate to other than strictly historical facts, such as statements about the Company's plans and strategies, expectations for future financial performance, new and existing products and technologies, and markets for the Company's products, are forward-looking statements. The words "believe," "expect," "anticipate," "estimate," "project," and similar expressions identify forward-looking statements that speak only as of the date hereof. Investors are cautioned that such statements involve risks and

uncertainties that could cause actual results to differ materially from historical or anticipated results due to many factors including, but not limited to, the Company's continuing operating losses, uncertainty of market acceptance, reliance on third party manufacturers, accumulated deficit, future capital needs, uncertainty of capital funding, dependence on limited product line and exclusive distributor, competition, limited marketing and manufacturing experience, and other risks detailed in the Company's most recent Annual Report on Form 10-KSB and other Securities and Exchange Commission filings. The Company undertakes no obligation to publicly update or revise any forward-looking statements.

EXHIBIT 99(b)

IMMEDIATE RELEASE NOVEMBER 13, 2003

CONTACTS:
BRENT LARSON JONATHAN FASSBERG,
VICE PRESIDENT CFO THE TROUT GROUP
614 793 7500 212 477 9007

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NEOPROBE ANNOUNCES THIRD QUARTER RESULTS
Comparative Quarterly Revenue Increases by 29% and Net Loss Declines 39%

DUBLIN, OHIO - November 13, 2003 -- Neoprobe Corporation (OTCBB: NEOP), a diversified developer of innovative oncology and cardiovascular surgical and diagnostic products, announced today operating results for the third quarter of 2003. Third quarter result highlights included revenues of $1.2 million compared to $920,000 in the third quarter of 2002. In addition, the company reported a net loss of $659,000 or $0.02 per share for the third quarter compared to a loss of $1.1 million or $0.03 per share for the comparable period in 2002. For the nine months ended September 30, 2003, revenues increased by 42% to $4.6 million compared to $3.2 million in the comparable period in 2002. The net loss for the first nine months of 2003 decreased by 57% to $1.2 million compared to a net loss of $2.8 million for the comparable period in 2002. Total operating expenses in the third quarter of 2003 were $1.3 million compared to $1.4 million in the same period in 2002. Gross profit for the quarter improved to 58% versus 33% in the third quarter of 2002.

"The results for the third quarter reflect continued strength and value of our gamma surgery business," said David Bupp, Neoprobe's president & CEO. "The third quarter showed a significant improvement from the prior year quarter due to increased demand, improved pricing and our ongoing efforts in controlling expenses. Revenues for the quarter were principally generated from the shipment of gamma surgery products as we continue to be in the early stages of launching the Quantix blood flow products. After receiving FDA marketing clearance for the Quantix/OR(TM) in September, we began working with thought leaders to initiate studies with the system in the United States in addition to similar studies underway in Europe and Asia. The improvement in gross profit during the third quarter of 2003 reflects a continuation of the stronger selling prices for our gamma products, the positive impact of the Euro exchange rate on our gamma product sales prices and our lower overall cost structure."

Bupp stated that the following items represent progress made during the third quarter toward Neoprobe's operating goals:

- Received 510(k) clearance for Quantix/OR system
- Commenced Quantix/OR thought leader assessment in the United States
- Prepared for Lymphoseek(TM) regulatory discussions regarding the next steps necessary to seek product approval
- Initiated discussions for the formation of research collaborations for the Quantix products with leading cardiovascular and neurosurgery research organizations
- Attended international trade shows for the presentation of Quantix cardiovascular surgery products to distributors and medical professionals

In conclusion, Bupp said, "Third quarter revenues, while meeting our internal expectations, are traditionally weaker than in other quarters. We continue to expect gamma device sales for the fourth quarter will contribute to exceeding our earlier guidance of a potential annual increase of 30 - 40% in gamma device revenue in 2003 over 2002. In addition, we anticipate that the revenue contribution of the Quantix products will begin to build both from demonstrator and end-customer shipments. The delay we experienced receiving clearance of the 510(k) application for the Quantix/OR and the delivery of associated products will mean that total blood flow product revenues for 2003 will likely be below our initial projections of $1 million for the year. However, the initiatives that have been completed during the first nine months of 2003 and further initiatives that will be completed during the fourth quarter should position Neoprobe for a strong 2004."

NEOPROBE CORPORATION
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NEOPROBE CORPORATION

CONDENSED CONSOLIDATED BALANCE SHEETS

<TABLE>
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	September 30, 2003 (unaudited)	December 31, 2002
<S>	<C>	<C>
Assets:		
Cash and cash equivalents	$ 422,561	$ 700,525
Other current assets	2,567,521	2,389,562
Intangible assets, net	3,030,822	3,366,328
Other non-current assets	552,107	623,426
Total assets	$6,573,011	$7,079,841
Liabilities and stockholders' equity:		
Current liabilities, excluding deferred revenue	$1,823,541	$1,016,365
Deferred revenue	1,168,930	1,637,485

Other liabilities	207,092	465,855
Stockholders' equity	3,373,448	3,960,136
Total liabilities and stockholders' equity	$6,573,011	$7,079,841

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CONDENSED CONSOLIDATED STATEMENTS OF OPERATIONS

<TABLE>
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	Three Months Ended		Nine Months Ended	
	September 30, 2003 (unaudited)	September 30, 2002 (unaudited)	September 30, 2003 (unaudited)	September 30, 2002 (unaudited)
<S>	<C>	<C>	<C>	<C>
Revenues:				
Net sales	$ 927,949	$ 575,138	$ 3,868,655	$ 2,216,383
License revenue and other	257,588	344,623	745,633	1,029,065
Total revenues	1,185,537	919,761	4,614,288	3,245,448
Cost of goods sold	497,458	620,086	2,112,247	1,864,914
Gross profit	688,079	299,675	2,502,041	1,380,534
Operating expenses:				
Research and development	508,693	561,330	1,365,277	1,798,517
Selling, general and administrative	755,104	832,232	2,230,693	2,407,496
Total operating expenses	1,263,797	1,393,562	3,595,970	4,206,013
Loss from operations	(575,718)	(1,093,887)	(1,093,929)	(2,825,479)
Other (expenses) income, net	(83,396)	11,145	(123,125)	26,452
Net loss	$ (659,114)	$ (1,082,742)	$ (1,217,054)	$ (2,799,027)
Loss per common share:				
Basic	$ (0.02)	$ (0.03)	$ (0.03)	$ (0.08)
Diluted	$ (0.02)	$ (0.03)	$ (0.03)	$ (0.08)
Weighted average shares outstanding:				
Basic	38,555,261	36,062,183	38,454,446	36,031,831
Diluted	38,555,261	36,062,183	38,454,446	36,031,831

</TABLE>