

VOLITIONRX LTD

Form 4

September 15, 2015

**FORM 4****UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

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

## OMB APPROVAL

OMB  
Number: 3235-0287  
Expires: January 31,  
2005  
Estimated average  
burden hours per  
response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
Innes Guy Archibald

(Last) (First) (Middle)

1 SCOTTS ROAD, #24-05 SHAW  
CENTRE

(Street)

SINGAPORE, U0 228208

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading  
Symbol

VOLITIONRX LTD [VNRX]

3. Date of Earliest Transaction  
(Month/Day/Year)

08/18/2014

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

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

☒ Director ☐ 10% Owner  
☐ Officer (give title below) ☐ Other (specify below)

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 Acquired, Disposed of, or Beneficially Owned**

| 1. Title of<br>Security<br>(Instr. 3) | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3. Transaction<br>Code<br>(Instr. 8) | 4. Securities<br>Acquired (A) or<br>Disposed of (D)<br>(Instr. 3, 4 and 5) | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership<br>Form: Direct<br>(D) or Indirect<br>(I)<br>(Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|---------------------------------------|-----------------------------------------|-------------------------------------------------------------|--------------------------------------|----------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------|-------------------------------------------------------------------|
|                                       |                                         |                                                             |                                      | (A)<br>or<br>(D)                                                           |                                                                                                                    |                                                                      |                                                                   |
|                                       |                                         |                                                             | Code                                 | V                                                                          | Amount                                                                                                             | (D)                                                                  | Price                                                             |

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  
displays a currently valid OMB control  
number.**

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<br>Derivative<br>Security | 2. Conversion<br>or Exercise | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any | 4. Transaction<br>Code | 5. Number of<br>Derivative<br>Securities | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) | 7. Title and Amount<br>Underlying Securities<br>(Instr. 3 and 4) |
|---------------------------------------|------------------------------|-----------------------------------------|-----------------------------------------|------------------------|------------------------------------------|----------------------------------------------------------------|------------------------------------------------------------------|
|---------------------------------------|------------------------------|-----------------------------------------|-----------------------------------------|------------------------|------------------------------------------|----------------------------------------------------------------|------------------------------------------------------------------|

Edgar Filing: VOLITIONRX LTD - Form 4

| (Instr. 3)                  | Price of<br>Derivative<br>Security | (Month/Day/Year) | (Instr. 8)       |   | Acquired (A) or<br>Disposed of (D)<br>(Instr. 3, 4, and 5) |       | Date<br>Exercisable | Expiration<br>Date | Title           | Amount<br>or<br>Number<br>of Shares |
|-----------------------------|------------------------------------|------------------|------------------|---|------------------------------------------------------------|-------|---------------------|--------------------|-----------------|-------------------------------------|
|                             |                                    |                  | Code             | V | (A)                                                        | (D)   |                     |                    |                 |                                     |
| Option<br>(Right to<br>Buy) | \$ 2.5                             | 08/18/2014       | A                |   | 15,000                                                     |       | 02/18/2015          | 02/18/2019         | Common<br>Stock | 15,000<br>(1)                       |
| Option<br>(Right to<br>Buy) | \$ 3                               | 08/18/2014       | A                |   | 15,000                                                     |       | 02/18/2016          | 02/18/2020         | Common<br>Stock | 15,000<br>(1)                       |
| Option<br>(Right to<br>Buy) | \$ 3                               | 05/18/2015       | D <sup>(2)</sup> |   |                                                            | 5,000 | 05/25/2012          | 05/25/2015         | Common<br>Stock | 5,000                               |
| Option<br>(Right to<br>Buy) | \$ 3                               | 05/18/2015       | D <sup>(2)</sup> |   |                                                            | 5,000 | 11/25/2012          | 11/25/2015         | Common<br>Stock | 5,000                               |
| Option<br>(Right to<br>Buy) | \$ 4                               | 05/18/2015       | D <sup>(2)</sup> |   |                                                            | 5,000 | 05/25/2013          | 05/25/2016         | Common<br>Stock | 5,000                               |
| Option<br>(Right to<br>Buy) | \$ 4                               | 05/18/2015       | D <sup>(2)</sup> |   |                                                            | 5,000 | 11/25/2013          | 11/25/2016         | Common<br>Stock | 5,000                               |
| Option<br>(Right to<br>Buy) | \$ 5                               | 05/18/2015       | D <sup>(2)</sup> |   |                                                            | 5,000 | 05/25/2014          | 05/25/2017         | Common<br>Stock | 5,000                               |
| Option<br>(Right to<br>Buy) | \$ 5                               | 05/18/2015       | D <sup>(2)</sup> |   |                                                            | 5,000 | 11/25/2014          | 11/25/2017         | Common<br>Stock | 5,000                               |
| Option<br>(Right to<br>Buy) | \$ 3                               | 05/18/2015       | A <sup>(2)</sup> |   | 5,000                                                      |       | 05/25/2012          | 05/25/2016         | Common<br>Stock | 5,000                               |
| Option<br>(Right to<br>Buy) | \$ 3                               | 05/18/2015       | A <sup>(2)</sup> |   | 5,000                                                      |       | 11/25/2012          | 11/25/2016         | Common<br>Stock | 5,000                               |
| Option<br>(Right to<br>Buy) | \$ 4                               | 05/18/2015       | A <sup>(2)</sup> |   | 5,000                                                      |       | 05/25/2013          | 05/25/2017         | Common<br>Stock | 5,000                               |
| Option<br>(Right to<br>Buy) | \$ 4                               | 05/18/2015       | A <sup>(2)</sup> |   | 5,000                                                      |       | 11/25/2013          | 11/25/2017         | Common<br>Stock | 5,000                               |
| Option<br>(Right to         | \$ 5                               | 05/18/2015       | A <sup>(2)</sup> |   | 5,000                                                      |       | 05/25/2014          | 05/25/2018         | Common<br>Stock | 5,000                               |

Buy)

Option

(Right to

\$ 5

05/18/2015

A<sup>(2)</sup>

5,000

11/25/2014 11/25/2018

Common  
Stock

5,000

Buy)

## Reporting Owners

### Reporting Owner Name / Address

### Relationships

Director 10% Owner Officer Other

Innes Guy Archibald

1 SCOTTS ROAD, #24-05 SHAW CENTRE

X

SINGAPORE, U0 228208

## Signatures

/s/ Guy Archibald

Innes

09/15/2015

\*\*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) A total of 30,000 Stock Options were granted on August 18, 2014 under the Company's 2011 Equity Incentive Plan. The Options vest in two equal installments at 6 months and at 18 months from the date of grant.

- (2) The reported transactions involved an amendment of outstanding options, resulting in the deemed cancellation of the "old" options and the grant of "replacement" options. The "old" options were originally granted on November 25, 2011 and fully-vested on November 25, 2014, and were exercisable for three years from the date first exercisable. The "replacement" options are fully-vested and exercisable for a period of four years from the date first exercisable.

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.