

Micallef Jacob Vincent
Form 4
December 21, 2018

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

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(Print or Type Responses)

1. Name and Address of Reporting Person *
Micallef Jacob Vincent

(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)

12/20/2018

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) below)

Chief Scientific Officer

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	(D)	Price

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	2. Conversion or Exercise	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any	4. Transaction Code	5. Number of Derivative Securities Acquired	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount Underlying Security (Instr. 3 and 4)
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(Instr. 3)	Price of Derivative Security	(Month/Day/Year)	(Instr. 8) Code	(A) or Disposed of (D) (Instr. 3, 4, and 5)	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Option (Right to Buy)	\$ 2.5	12/20/2018	D ⁽¹⁾		65,000		02/18/2015	02/18/2019	Common Stock	65,000
Option (Right to Buy)	\$ 3	12/20/2018	D ⁽¹⁾		65,000		02/18/2016	02/18/2020	Common Stock	65,000
Option (Right to Buy)	\$ 2.5	12/20/2018	A ⁽¹⁾	65,000			02/18/2015	08/18/2020	Common Stock	65,000
Option (Right to Buy)	\$ 3	12/20/2018	A ⁽¹⁾	65,000			02/18/2016	08/18/2020	Common Stock	65,000
Option (Right to Buy)	\$ 4	12/20/2018	D ⁽²⁾		55,000		01/23/2016	01/23/2020	Common Stock	55,000
Option (Right to Buy)	\$ 4	12/20/2018	A ⁽²⁾	55,000			01/23/2016	07/23/2021	Common Stock	55,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Micallef Jacob Vincent 1 SCOTTS ROAD #24-05 SHAW CENTRE SINGAPORE, U0 228208			Chief Scientific Officer	

Signatures

/s/ Jacob Vincent
Micallef

12/21/2018

**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 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 August 18, 2014 and vested in two equal installments at 6 months and at 18 months from the date of grant, and were exercisable for four years from the date first exercisable. The "replacement"

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options are fully-vested and both installments expire on August 18, 2020.

- (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 July 23, 2015 and vested in full at 6 months from the date of grant, and were exercisable for four years from the date first exercisable. The "replacement" options are fully-vested and expire on July 23, 2021.

- (3) These options to purchase Common Stock are owned of record by Borlaug Limited, which is a consulting firm. Dr. Micallef is a controlling director of Borlaug Limited and has voting and dispositive control over the Common Stock issuable to Borlaug Limited upon the exercise of these options. However, Dr. Micallef disclaims beneficial ownership of these options and the Common Stock issuable upon exercise of the options except to the extent of his pecuniary interest therein.

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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