

FORM 4

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

OMB APPROVAL	
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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 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person * Faulkes Martin Charles			2. Issuer Name and Ticker or Trading Symbol VOLITIONRX LTD [VNRX]			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below)				
(Last) (First) (Middle) 13215 BEE CAVE PARKWAY., SUITE 125, GALLERIA OAKS B			3. Date of Earliest Transaction (Month/Day/Year) 06/23-05:00/2022							
(Street) AUSTIN, TX 78738			4. If Amendment, Date Original Filed(Month/Day/Year)			6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person				
(City) (State) (Zip)			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	(A) or (D)	Price			
Common Stock	06/23-05:00/2022		A		15,682 <u>(1)</u>	A	\$ 0	1,530,068	D	
Common Stock								356,000	I	By The Dill Faulkes Educational Trust Limited <u>(2)</u>

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

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

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V		Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Stock Option (Right to Buy)	\$ 3.4	06/23-05:00/2022		A		28,898	<u>(3)</u>	08/03-05:00/2031	Common Stock	28,898	\$ 0	44,457 <u>(3)</u>	D	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Faulkes Martin Charles 13215 BEE CAVE PARKWAY, SUITE 125, GALLERIA OAKS B AUSTIN, TX 78738	X			

Signatures

/s/ Martin Charles Faulkes	06/24-05:00/2022
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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) On August 3, 2021, the reporting person was awarded 24,125 restricted stock units, subject to vesting upon achievement of certain corporate performance goals on or prior to July 1, 2022 and also subject to time-based vesting. Certain of the performance goals were met, resulting in the rights with respect to 15,682 restricted stock units vesting. The restricted stock units are further subject to a 2-year time-based vesting schedule, vesting in two installments of 7,842 units and 7,840 units on each of August 3, 2022 and August 3, 2023, respectively. Upon vesting and settlement, the reporting person will receive a number of shares of common stock equal to the number of restricted stock units that have vested. As reported in April 2022, the rights with respect to the remaining 8,443 restricted stock units subject to the award previously vested and remain subject to time-based vesting.

(2) These shares of common stock are beneficially owned by The Dill Faulkes Educational Trust Limited ("DFET"), a UK registered charity. Mr. Faulkes serves as the chairman, director and trustee of DFET and shares voting and dispositive control over these shares but disclaims beneficial ownership of these shares except to the extent of his pecuniary interest therein.

(3) On August 3, 2021, the reporting person was granted an option to purchase 44,457 shares of common stock, subject to vesting upon achievement of certain corporate performance goals on or prior to July 1, 2022 and also subject to time-based vesting. Certain of the performance goals were met, resulting in the rights with respect to 28,898 shares vesting. The vested shares are further subject to a 2-year time based vesting schedule, vesting in two installments of 14,450 shares and 14,448 shares on each of August 3, 2022 and August 3, 2023, respectively. As reported in April 2022, the rights with respect to the remaining 15,559 shares subject to the award previously vested and remain subject to time-based vesting.

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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