SEC Form 4

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

OMB APPROV	VAL
OMB Number:	3235-0287
Estimated average burden	
hours per response:	0.5

1. Name and Address of Reporting Person *				2. Issuer Name and Ticker or Trading Symbol <u>VOLITIONRX LTD</u> [VNRX]								ionship of Reporting Pers all applicable)		Person(s	()		
(Last) (First) (Middle)					3. Date of Earliest Transaction (Month/Day/Year) 10/13/2022								Director Officer (give title below)			10% Owner Other (speci below)	
1489 WEST WARM SPRINGS ROAD SUITE 110				4. If Amendment, Date of Original Filed (Month/Day/Year)							6. Indiv X	6. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person					
(Street) HENDERSON (City)	N NV (State)	89 (Zi	014 p)										Form file	d by More	than On	ne Reportin	ig Person
Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned																	
Date				nsaction n/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transad Code (In 8)			cquired (A)) (Instr. 3,		5. Amount of Securities Beneficially Owned Following Reported Transaction(s)		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	(Instr. 3 and 4)				(IIISU: 4)	
Common Stock 10/1					13/2022		Α		2,625	(1)	A	\$ <mark>0</mark>	\$0 24,811		D		
Common Stock													30,556		I		By Spouse
	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	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Da if any (Month/Day/	ate,	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of	6. Date Exercisable and Expiration Date (Month/Day/Year) (Instr. 3 and 4)			derlying curity	8. Price of Derivative Security (Instr. 5) Dereficia Owned		Ownership Form:		11. Nature of Indirect Beneficial Ownership (Instr. 4)		

				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		(Instr. 4)
Explanation of Responses:													

(D) (Instr. 3, 4

and 5)

1. On October 4, 2022, the reporting person was awarded 15,000 restricted stock units under the Issuer's 2015 Stock Incentive Plan, subject to vesting upon the achievement of certain corporate performance goals on or prior to December 31, 2022 and June 30, 2023 and also subject to time-based vesting. Certain of the performance goals were met, resulting in the rights with respect to 2,625 restricted stock units vesting. The restricted stock units are further subject to a 3-year time-based vesting schedule, vesting in three equal installments of 875 units on each of October 4, 2023, October 4, 2024 and October 4, 2025, 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.

Remarks:

Security

/s/ Kim Nguyen

** Signature of Reporting Person

10/14/2022

Date

Following

Reported

(I) (Instr. 4)

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

* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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 Number.

Check this box if no longer subject to