VERMILLION, INC.

Form 4

February 15, 2017

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB 3235-0287

OMB APPROVAL

Number:

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Check this box if no longer subject to Section 16. Form 4 or

Form 5 obligations may continue. See Instruction

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

1(b).

\$0.001

(Print or Type Responses)

| 1. Name and Address of Reporting Person * LAFRANCE JAMES T | | | 2. Issuer Name and Ticker or Trading Symbol | | | | 5. Relationship of Reporting Person(s) to Issuer | | | |
|--|------------------------------------|-------------------|--|--|---|--|--|--|--|---|
| | | | VERMII | LLION, II | NC. [VR | ML] | | (Che | ck all applicable | e) |
| (Last) | (First) | (Middle) | 3. Date of Earliest Transaction | | | | (3) | | - / | |
| | ILLION, INC., S RD BLDG 3 | | (Month/Day/Year) 02/13/2017 | | | _X_ Director Officer (giv below) | | Owner or (specify | | |
| | (Street) | | 4. If Amendment, Date Original | | | | 6. Individual or Joint/Group Filing(Check | | | |
| AUSTIN, T | X 78738 | | Filed(Mont | h/Day/Year) | | | | Applicable Line) _X_ Form filed by | | erson |
| (City) | (State) | (Zip) | Table | I - Non-De | erivative S | Securi | ties Ac | quired, Disposed o | of, or Beneficial | lly Owned |
| 1.Title of Security (Instr. 3) | 2. Transaction D (Month/Day/Yea | ar) Execution any | med on Date, if Day/Year) | 3. Transactio Code (Instr. 8) | 4. Securit nAcquired Disposed (Instr. 3, | (A) o of (D |) | 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) |
| Common | | | | | | ` ' | | | | |
| Stock, par value | 02/13/2017 | | | P | 6,695 | A | \$ 1.4 | 190,094 | D | |

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)

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| 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. Transacti Code (Instr. 8) | 5. Number on f 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) | |
|---|---|--------------------------------------|---|---------------------------------------|---|--|--------------------|---|--|
| | | | | Code V | (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| Warrants (Right to buy) | \$ 1.8 | 02/13/2017 | | P | 5,021 | 08/17/2017 | 02/17/2022 | Common Stock | 5,021 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | | | |
|---|---------------|-----------|---------|-------|--|--|
| F- | Director | 10% Owner | Officer | Other | | |
| LAFRANCE JAMES T C/O VERMILLION, INC. 12117 BEE CAVES RD BLDG 3 STE 100 AUSTIN, TX 78738 | X | | | | | |
| <u> </u> | | | | | | |

Signatures

/s/ James
LaFrance

**Signature of Date

Reporting Person

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).

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.

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