

Schuler Henri George
 Form 4
 September 05, 2017

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, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
 Schuler Henri George

2. Issuer Name and Ticker or Trading Symbol
 VERMILLION, INC. [VRML]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
 100 N. FIELD DRIVE, SUITE 360
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
 08/31/2017

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

LAKE FOREST, IL 60045

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

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 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, par value \$0.001	08/31/2017		X		571,702	A	\$ 1	2,897,021	I	By Tino Hans Schuler Trust <u>(1) (7)</u>
Common Stock, par value \$0.001	08/31/2017		X		571,702	A	\$ 1	2,897,021	I	By Tanya Eva Schuler Trust <u>(2) (7)</u>
Common Stock, par value \$0.001	08/31/2017		X		571,702	A	\$ 1	2,897,021	I	By Therese Heidi Schuler Trust <u>(3) (7)</u>

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Common Stock, par value \$0.001	08/31/2017	X	113,332	A	\$ 1	840,003	I	By Schuler GC 2010 Continuation Trust <u>(4)</u> <u>(7)</u>
Common Stock, par value \$0.001	08/31/2017	X	113,332	A	\$ 1	353,240	I	By Schuler Grandchildren LLC <u>(5)</u> <u>(7)</u>
Common Stock, par value \$0.001						141,304	I	By Seascape Partners L.P. <u>(6)</u> <u>(7)</u>
Common Stock, par value \$0.001						26,000	I	By spouse <u>(7)</u>

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

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(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 (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)	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount Number Shares
Warrants (Right to Buy)	\$ 1	08/31/2017		X	571,702	08/25/2017	08/31/2017	Common Stock	571,702
Warrants (Right to Buy)	\$ 1	08/31/2017		X	571,702	08/25/2017	08/31/2017	Common Stock	571,702
Warrants (Right to Buy)	\$ 1	08/31/2017		X	571,702	08/25/2017	08/31/2017	Common Stock	571,702
Warrants (Right to Buy)	\$ 1	08/31/2017		X	113,332	08/25/2017	08/31/2017	Common Stock	113,332

Warrants (Right to Buy)	\$ 1	08/31/2017	X	113,332	08/25/2017	08/31/2017	Common Stock	113,332
Warrants (Right to Buy)	\$ 1.8				08/17/2017	02/17/2022	Common Stock	365,072
Warrants (Right to Buy)	\$ 1.8				08/17/2017	02/17/2022	Common Stock	365,072
Warrants (Right to Buy)	\$ 1.8				08/17/2017	02/17/2022	Common Stock	365,072
Warrants (Right to Buy)	\$ 1.8				08/17/2017	02/17/2022	Common Stock	365,072

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Schuler Henri George 100 N. FIELD DRIVE SUITE 360 LAKE FOREST, IL 60045				

Signatures

/s/ H. George
Schuler

09/05/2017

__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) These Shares of Common Stock ("Shares") and Warrants to acquire Common Stock ("Warrants") are directly owned by the Tino Hans Schuler Trust. H. George Schuler is the sole trustee of the Tino Hans Schuler Trust.
- (2) These Shares and Warrants are directly owned by the Tanya Eva Schuler Trust. H. George Schuler is the sole trustee of the Tanya Eva Schuler Trust.
- (3) These Shares and Warrants are directly owned by the Therese Heidi Schuler Trust. H. George Schuler is the sole trustee of the Therese Heidi Schuler Trust.
- (4) These Shares and Warrants are directly owned by the Schuler GC 2010 Continuation Trust. H. George Schuler is the sole trustee of the Schuler GC 2010 Continuation Trust.
- (5) These Shares are directly owned by the Schuler Grandchildren LLC. H. George Schuler is the manager of the Schuler Grandchildren LLC.

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- (6) These Shares are directly owned by Seascope Partners L.P., a family limited partnership. H. George Schuler is the manager of Seascope Partners L.P.

- The reporting person disclaims beneficial ownership of these Shares except to the extent of his pecuniary interest therein, and this report (7) shall not be deemed an admission that he is the beneficial owner of the Shares for purposes of Section 16 of the Securities Exchange Act of 1934, as amended, or for any other purpose.

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.