

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

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

1. Name and Address of Reporting Person* <u>Schuler Henri George</u>  (Last) (First) (Middle) <u>100 N. FIELD DRIVE</u> <u>SUITE 360</u>  (Street) <u>LAKE FOREST IL 60045</u>  (City) (State) (Zip)	2. Issuer Name <b>and</b> Ticker or Trading Symbol <u>VERMILLION, INC. [ VRML ]</u>  3. Date of Earliest Transaction (Month/Day/Year) <u>08/31/2017</u>  4. If Amendment, Date of Original Filed (Month/Day/Year)	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  Director <input checked="" type="checkbox"/> 10% Owner  Officer (give title below) Other (specify below)  6. Individual or Joint/Group Filing (Check Applicable Line)  <input checked="" type="checkbox"/> Form filed by One Reporting Person  Form filed by More than One Reporting Person
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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 <sup>(1)(7)</sup>
Common Stock, par value \$0.001	08/31/2017		x		571,702	A	\$1	2,897,021	I	By Tanya Eva Schuler Trust <sup>(2)(7)</sup>
Common Stock, par value \$0.001	08/31/2017		x		571,702	A	\$1	2,897,021	I	By Therese Heidi Schuler Trust <sup>(3)(7)</sup>
Common Stock, par value \$0.001	08/31/2017		x		113,332	A	\$1	840,003	I	By Schuler GC 2010 Continuation Trust <sup>(4)(7)</sup>
Common Stock, par value \$0.001	08/31/2017		x		113,332	A	\$1	353,240	I	By Schuler Grandchildren LLC <sup>(5)(7)</sup>
Common Stock, par value \$0.001								141,304	I	By Seascape Partners L.P. <sup>(6)(7)</sup>
Common Stock, par value \$0.001								26,000	I	By spouse <sup>(7)</sup>

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 Securities Underlying Derivative Security (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: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
					(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Warrants (Right to Buy)	\$1	08/31/2017		x		571,702	08/25/2017	08/31/2017	Common Stock	571,702	\$0	0	I	By Tino Hans Schuler Trust <sup>(1)(7)</sup>
Warrants (Right to Buy)	\$1	08/31/2017		x		571,702	08/25/2017	08/31/2017	Common Stock	571,702	\$0	0	I	By Tanya Eva Schuler Trust <sup>(2)(7)</sup>
Warrants (Right to Buy)	\$1	08/31/2017		x		571,702	08/25/2017	08/31/2017	Common Stock	571,702	\$0	0	I	By Therese Heidi Schuler Trust <sup>(3)(7)</sup>
Warrants (Right to Buy)	\$1	08/31/2017		x		113,332	08/25/2017	08/31/2017	Common Stock	113,332	\$0	0	I	By Schuler GC 2010 Continuation

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)											Trust <sup>(4)(7)</sup>
1. Title of Derivative Securities (Instr. 3) (Buy)	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 Securities Underlying Derivative Security (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: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)(7)
Warrants (Right to Buy)	\$1	08/31/2017		X	113,332	08/25/2017 - 08/31/2017	Common Stock 113,332	\$0	0	I	By Schuler Grandchildren Trust <sup>(4)(7)</sup>
Warrants (Right to Buy)	\$1.8					08/17/2017 - 02/17/2022	Common Stock 365,072		365,072	I	By Tanya Eva Schuler Trust <sup>(2)(7)</sup>
Warrants (Right to Buy)	\$1.8					08/17/2017 - 02/17/2022	Common Stock 365,072		365,072	I	By Therese Heidi Schuler Trust <sup>(3)(7)</sup>
Warrants (Right to Buy)	\$1.8					08/17/2017 - 02/17/2022	Common Stock 365,072		365,072	I	By Schuler GC 2010 Continuation Trust <sup>(4)(7)</sup>

**Explanation of Responses:**

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.

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

7. The reporting person disclaims beneficial ownership of these Shares except to the extent of his pecuniary interest therein, and this report 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.

/s/ H. George Schuler

09/05/2017

\*\* Signature of Reporting Person

Date

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.

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