

VERMILLION, INC.

Form 4

August 28, 2007

**FORM 4****UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

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

## OMB APPROVAL

OMB  
Number: 3235-0287  
Expires: January 31,  
2005  
Estimated average  
burden hours per  
response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
QUEST DIAGNOSTICS INC

(Last) (First) (Middle)

1290 WALL STREET WEST

(Street)

LYNDHURST, NJ 07071

(City) (State) (Zip)

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

3. Date of Earliest Transaction  
(Month/Day/Year)  
08/24/2007

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

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

\_\_\_\_ Director \_\_\_\_X\_\_ 10% Owner  
\_\_\_\_ Officer (give title below) \_\_\_\_ Other (specify below)

6. Individual or Joint/Group Filing(Check  
Applicable Line)  
\_\_X\_\_ Form filed by One Reporting Person  
\_\_\_\_ Form filed by More than One Reporting  
Person

**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 Ownership Indirect Beneficial Ownership (Instr. 4)
Common Stock	08/24/2007		A	2,380,952	A \$ 0.74	8,605,952	D

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

**Persons who respond to the collection of  
information contained in this form are not  
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SEC 1474  
(9-02)

**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. 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 Underlying (Instr. 3 and 4)		
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title
Warrant to Purchase (1)	\$ 3.5	08/24/2007		D		2,200,000		07/22/2005	07/22/2010	Common Stock
Warrant to Purchase (2)	\$ 2.5	08/24/2007		A		2,200,000		08/24/2007	07/22/2011	Common Stock
Warrant to Purchase	\$ 0.925	08/24/2007		A		1,904,761		08/29/2007	08/29/2012	Common Stock

## Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
QUEST DIAGNOSTICS INC 1290 WALL STREET WEST LYNDHURST, NJ 07071	X

## Signatures

Leo C. Farrenkopf, Jr., VP, Quest  
Diagnostics

08/28/2007

\_\_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) This warrant, previously reported on Form 3 filed by Reporting Person on 7/29/2005, is being amended to reduce the exercise price from \$3.50 to \$2.50 and to extend the expiration date from 7/22/2010 to 7/22/2011. For SEC reporting purposes, it is being reported herein as a "disposition" of the original warrant and an "acquisition" of the warrant referred to in footnote (2) below. The amendment of the warrant is conditioned on the closing of the purchase reported in Table I, which is scheduled for 8/29/2007.

(2) This warrant, reported herein as an "acquisition," is in fact an amendment of a warrant originally reported to the SEC on Form 3 on 7/29/2005. See also footnote (1) above.

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.