

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

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1. Name and Address of Reporting Person* <u>ROSATI MARIO M</u> <hr/> <div> <div>(Last)</div> <div>(First)</div> <div>(Middle)</div> </div> <u>650 PAGE MILL ROAD</u> <hr/> <div> <div>(Street)</div> <div>PALO ALTO</div> <div>CA</div> <div>94304</div> </div> <hr/> <div> <div>(City)</div> <div>(State)</div> <div>(Zip)</div> </div>	2. Issuer Name and Ticker or Trading Symbol <u>VIVUS INC</u> [<u>vvus</u>] <hr/> 3. Date of Earliest Transaction (Month/Day/Year) <u>02/20/2006</u> <hr/> 4. If Amendment, Date of Original Filed (Month/Day/Year)	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <div> <input checked="" type="checkbox"/> Director <div>10% Owner</div> </div> <div> <input type="checkbox"/> Officer (give title below) <div>Other (specify below)</div> </div> <div> <input type="checkbox"/> <u>Secretary</u> </div>
	6. Individual or Joint/Group Filing (Check Applicable Line) <div> <input checked="" type="checkbox"/> Form filed by One Reporting Person </div> <div> <input type="checkbox"/> Form filed by More than One Reporting Person </div>	

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

[illegible]

**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)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Non-Qualified Stock Option (right to buy)	\$3.27	02/20/2006		A		4,000		03/01/2006 ⁽¹⁾	02/20/2016	Common Stock	4,000	\$0.00	4,000	D	

Explanation of Responses:

1. The option vests in eight equal monthly installments beginning on March 1, 2006.

/s/ Mario M. Rosati

02/22/2006

** 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.

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.