

☐ 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

OMB APPROVAL

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1. Name and Address of Reporting Person *			2. Issuer Name and Ticker or Trading Symbol		5. Relationship of Reporting Person(s) to Issuer (Check all applicable)	
MARSH GUY P			VIVUS INC [VVUS]		Director 10% Owner X Officer (give title below) Other (specify below) VP, Operations and General Mgr	
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year)			
1172 CASTRO STREET			07/18/2012			
(Street)			4. If Amendment, Date of Original Filed (Month/Day/Year)		6. Individual or Joint/Group Filing (Check Applicable Line)	
MOUNTAIN CA 94040					X 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	07/18/2012		M		9,108	A	\$6.05	11,182	D	
Common Stock	07/18/2012		S ⁽¹⁾		9,108	D	\$30.36	2,074	D	
Common Stock	07/18/2012		M		3,444	A	\$4.23	5,518	D	
Common Stock	07/18/2012		S ⁽¹⁾		3,444	D	\$30.36	2,074	D	
Common Stock	07/18/2012		M		23,639	A	\$4.23	25,713	D	
Common Stock	07/18/2012		S ⁽¹⁾		23,639	D	\$30.36	2,074	D	

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				
Incentive Stock Option (right to buy)	\$4.23	07/18/2012		M			3,444	(2)	01/23/2019	Common Stock	3,444	\$0.00	19,301	D	
Non-Qualified Stock Option (right to buy)	\$4.23	07/18/2012		M			23,639	(2)	01/23/2019	Common Stock	23,639	\$0.00	3,617	D	
Non-Qualified Stock Option (right to buy)	\$6.05	07/18/2012		M			9,108	(3)	01/25/2018	Common Stock	9,108	\$0.00	0	D	

Explanation of Responses:

- The sale reported on this Form 4 was effected pursuant to a Rule 10b5-1 trading plan adopted by the Reporting Person on March 15, 2012.
- Twenty-five percent (25%) of the total number of shares became exercisable on 1/23/2010 and one forty-eighth (1/48th) of the total number of shares become exercisable at the end of each full month thereafter until the option is fully vested on 1/23/2013.
- This option is fully vested and immediately exercisable.

/s/ Julie Hollenback, by power of attorney 07/20/2012

** 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.

