

VIVUS INC
Form 4
March 31, 2016

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 *
NORTH TIDE CAPITAL, LLC

(Last) (First) (Middle)

500 BOYLSTON STREET, SUITE 1860

(Street)

BOSTON, MA 02116

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
VIVUS INC [VVUS]

3. Date of Earliest Transaction (Month/Day/Year)
03/29/2016

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)
___ Form filed by One Reporting Person
X 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 Indirect Beneficial Ownership (Instr. 4)			
			Code	V	Amount	(A) or (D)	Price			
Common Stock	03/29/2016		P		11,000	A	\$ 1.1312	13,213,000	I	See Footnote (1) (2) (3)
Common Stock	03/29/2016		P		100,000	A	\$ 1.214	13,313,000	I	See Footnote (1) (2) (3)
Common Stock	03/30/2016		P		100,000	A	\$ 1.2545	13,413,000	I	See Footnote (1) (2) (3)
Common Stock	03/31/2016		P		172,300	A	\$ 1.3594	13,585,300	I	See Footnote

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

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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)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
NORTH TIDE CAPITAL, LLC 500 BOYLSTON STREET SUITE 1860 BOSTON, MA 02116		X		
North Tide Capital Master, LP 500 BOYLSTON STREET SUITE 1860 BOSTON, MA 02116		X		
Laughlin Conan 500 BOYLSTON STREET SUITE 1860 BOSTON, MA 02116		X		

Signatures

/s/ NORTH TIDE CAPITAL MASTER, LP, by North Tide Capital GP, LLC, Conan Laughlin, Manager

03/31/2016

**Signature of Reporting Person

Date

/s/ NORTH TIDE CAPITAL, LLC by Conan Laughlin, Manager

03/31/2016

__Signature of Reporting Person

Date

/s/ Conan Laughlin, Individually

03/31/2016

__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).

Shares reported herein represent: as of March 29, 2016, (i) 11,734,750 shares held by North Tide Capital Master, LP (the "Master Fund") and (ii) 1,578,250 shares held by a managed account (the "Account"); as of March 30, 2016, (i) 11,809,750 shares held by the Master Fund and (ii) 1,603,250 shares held by the Account. North Tide Capital, LLC ("North Tide") serves as investment manager for the Master Fund and the Account; and as of March 31, 2016, (i) 11,938,975 shares held by the Master Fund and (ii) 1,646,325 shares held by the Account. Mr. Laughlin serves as manager of North Tide.

(1) Of the shares purchased on March 29, 2016 at a price of \$1.1323 per share, 8,250 shares were held for the account of the Master Fund, 2,750 shares were held for the account of the Account; and of the shares purchased on March 29, 2016 at a price of \$1.214 per share, 75,000 shares were held for the account of the Master Fund, 25,000 shares were held for the account of the Account. Of the shares purchased on March 30, 2016, 75,000 shares were held for the account of the Master Fund, 25,000 shares were held for the account of the Account. Of the shares purchased on March 31, 2016, 129,225 shares were held for the account of the Master Fund, 43,075 shares were held for the account of the Account. All of such shares may be deemed beneficially owned by North Tide and Mr. Laughlin.

(2) Each of the Reporting Persons disclaims beneficial ownership of the shares reported herein except to the extent of its or his pecuniary interest therein, and the filing of this Form 4 shall not be construed as an admission that any of the Reporting Persons is the beneficial owner of any such shares for purposes of Section 16(a) of the Securities Exchange Act of 1934 or for any other purpose.

(3) 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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