

WILSON LELAND F  
Form 4/A  
March 25, 2008

**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 \*  
WILSON LELAND F

(Last) (First) (Middle)  
1172 CASTRO STREET  
(Street)

MOUNTAIN VIEW, CA 94040

(City) (State) (Zip)

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

3. Date of Earliest Transaction  
(Month/Day/Year)  
11/28/2007

4. If Amendment, Date Original Filed(Month/Day/Year)  
11/30/2007

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director  10% Owner  
 Officer (give title below)  Other (specify below)  
President and CEO

6. Individual or Joint/Group Filing(Check Applicable Line)  
 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 (Instr. 4)
				(A) or (D)	Price		
Common Stock	11/28/2007		M	A	\$ 47,687	D	
Common Stock	11/28/2007		M	A	\$ 2,313	D	
Common Stock	11/28/2007		M	A	\$ 2,312	D	
Common Stock	11/28/2007		S	D	\$ 5.3	D	
Common Stock	11/28/2007		S	D	\$ 4,800	D	

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Common Stock	11/28/2007	S	11,080	D	\$ 5.32	450,122	D
Common Stock	11/28/2007	S	8,581	D	\$ 5.33	441,541	D
Common Stock	11/28/2007	S	2,900	D	\$ 5.34	438,641	D
Common Stock	11/28/2007	S	1,000	D	\$ 5.35	437,641	D
Common Stock	11/28/2007	S	10,000	D	\$ 5.36	427,641	D
Common Stock	11/28/2007	S	3,323	D	\$ 5.37	424,318	D
Common Stock	11/28/2007	S	800	D	\$ 5.3714	423,518	D
Common Stock	11/28/2007	S	6,600	D	\$ 5.3733	416,918	D
Common Stock	11/28/2007	S	1,963	D	\$ 5.38	414,955	D
Common Stock	11/28/2007	S	100	D	\$ 5.39	414,855	D
Common Stock	11/28/2007	M	47,688	D	\$ 4.4063	462,543	D

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

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(9-02)

**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 Underlying Security (Instr. 3 and 4)
Incentive Stock Option	\$ 2.9375	11/28/2007		M	2,313	12/08/1998 <sup>(1)</sup> 12/08/2007	Common Stock

(right to buy)

Incentive Stock Option (right to buy)	\$ 4.4063	11/28/2007	M	2,312	12/08/1998 <sup>(1)</sup>	12/08/2007	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 2.9375	11/28/2007	M	47,687	12/08/1998 <sup>(1)</sup>	12/08/2007	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 4.4063	11/28/2007	M	47,688	12/08/1998 <sup>(1)</sup>	12/08/2007	Common Stock

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
WILSON LELAND F 1172 CASTRO STREET MOUNTAIN VIEW, CA 94040	X		President and CEO	

## Signatures

/s/ Kate Higgins by power of attorney

03/25/2008

\_\_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) Twenty-five percent (25%) of the shares subject to the option became exercisable on 12/8/98 and one forty-eighth of the shares became exercisable monthly thereafter. The option was fully vested on 12/8/01.

### Remarks:

This Form 4/A amends and replaces in its entirety the Form 4 filed by the reporting person on November 30, 2007.

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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