Vitamin Shoppe, Inc.

Form 3

October 27, 2009

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

OMB

response...

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OMB APPROVAL

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INITIAL STATEMENT OF 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)

(Last)

1. Name and Address of Reporting Person *

Statement

2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol

TRUESDALE ANTHONY N

(Month/Day/Year)

Vitamin Shoppe, Inc. [VSI]

(First)

(Middle)

10/27/2009

4. Relationship of Reporting Person(s) to Issuer

5. If Amendment, Date Original

Filed(Month/Day/Year)

2101 91ST STREET

(Street)

(Check all applicable)

6. Individual or Joint/Group

Filing(Check Applicable Line) _X_ Form filed by One Reporting

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

Person Form filed by More than One

Reporting Person

NORTH BERGEN. NJÂ 07047

(State)

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)

(City)

2. Amount of Securities Beneficially Owned

(Instr. 4)

Ownership Form:

4. Nature of Indirect Beneficial Ownership

Direct (D)

(Instr. 5)

or Indirect (I) (Instr. 5)

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

(Zip)

SEC 1473 (7-02)

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 control number.

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)

2. Date Exercisable and **Expiration Date** (Month/Day/Year)

3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)

4. Conversion or Exercise Price of

5. Ownership Form of Derivative

6. Nature of Indirect Beneficial Ownership (Instr. 5)

Expiration Exercisable Date

Title

Amount or Number of Derivative Security: Security Direct (D) or Indirect (I)

(Instr. 5)

Shares

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Tranche A Options to Buy	(1)	04/01/2016	Common Stock	364,077	\$ 6.1631	D	Â
Tranche B Options to Buy	(1)	04/01/2016	Common Stock	121,358	\$ 10.7464	D	Â
Tranche C Options to Buy	(1)	04/01/2016	Common Stock	121,358	\$ 13.433	D	Â
Tranche D Options to Buy	(1)	04/01/2016	Common Stock	121,358	\$ 16.1196	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships					
F	Director	10% Owner	Officer	Other		
TRUESDALE ANTHONY N 2101 91ST STREET NORTH BERGEN, NJ 07047	Â	Â	President and CMO	Â		

Signatures

/s/ James M. Sander, attorney-in-fact

10/27/2009

**Signature of Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 5(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).
- The options vest in four equal annual installments beginning on April 2, 2007. According to the terms of the agreements governing the options, 25% of the unvested stock options will immediately vest and become exercisable upon the consummation of an initial public offering.

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.

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