

Vitamin Shoppe, Inc.  
Form 4  
September 28, 2015

**FORM 4**

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

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

## OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person \*  
Weiss Louis

(Last) (First) (Middle)

300 HARMON MEADOW BLVD.

(Street)

SECAUCUS, NJ 07094

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading  
Symbol

Vitamin Shoppe, Inc. [VSI]

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

04/02/2014

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

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

\_\_\_\_ Director \_\_\_\_ 10% Owner  
\_\_\_\_X\_\_\_\_ Officer (give title below) \_\_\_\_ Other (specify below)

See Remarks

6. Individual or Joint/Group Filing(Check  
Applicable Line)  
\_\_\_\_X\_\_\_\_ 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<br>Security<br>(Instr. 3) | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3.<br>Transaction<br>Code<br>(Instr. 8) | 4. Securities Acquired<br>(A) or Disposed of (D)<br>(Instr. 3, 4 and 5) | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership<br>Form: Direct<br>(D) or<br>Indirect (I)<br>(Instr. 4) | 7. Nature of<br>Ownership<br>(Instr. 4) |
|---------------------------------------|-----------------------------------------|-------------------------------------------------------------|-----------------------------------------|-------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------|-----------------------------------------|
| Common<br>Stock                       | 04/02/2014                              |                                                             | F                                       | Amount<br>1,262<br>(1) D Price<br>\$ 48.49                              | 19,538 (2) D                                                                                                       |                                                                      |                                         |
| Common<br>Stock                       | 04/04/2014                              |                                                             | F                                       | 436 (1) D \$ 47.52                                                      | 19,102 (2) D                                                                                                       |                                                                      |                                         |
| Common<br>Stock                       | 04/06/2014                              |                                                             | F                                       | 203 (1) D \$ 46.42                                                      | 18,899 (2) D                                                                                                       |                                                                      |                                         |
| Common<br>Stock                       | 04/01/2015                              |                                                             | F                                       | 630 (1) D \$ 40.82                                                      | 34,707 (2) D                                                                                                       |                                                                      |                                         |
| Common<br>Stock                       | 04/02/2015                              |                                                             | F                                       | 1,262<br>(1) D \$ 40.74                                                 | 33,445 (2) D                                                                                                       |                                                                      |                                         |

# Edgar Filing: Vitamin Shoppe, Inc. - Form 4

Common Stock      04/04/2015      F      436 <sup>(1)</sup> D      \$ 40.95      33,009 <sup>(2)</sup>      D

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

**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.**      SEC 1474 (9-02)

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned**  
(e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2. Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4. Transaction<br>Code<br>(Instr. 8) | 5. Number<br>of<br>Derivative<br>Securities<br>Acquired<br>(A) or<br>Disposed<br>of (D)<br>(Instr. 3,<br>4, and 5) | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) | 7. Title and<br>Amount of<br>Underlying<br>Securities<br>(Instr. 3 and 4) | 8. Price of<br>Derivative<br>Security<br>(Instr. 5) | 9. Number<br>of<br>Derivative<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction<br>(Instr. 6) |
|-----------------------------------------------------|--------------------------------------------------------------------|-----------------------------------------|-------------------------------------------------------------|--------------------------------------|--------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------|---------------------------------------------------------------------------|-----------------------------------------------------|----------------------------------------------------------------------------------------------------------------------------|
|                                                     |                                                                    |                                         |                                                             | Code                                 | V (A) (D)                                                                                                          | Date<br>Exercisable                                            | Expiration<br>Date                                                        | Title                                               | Amount<br>or<br>Number<br>of<br>Shares                                                                                     |

## Reporting Owners

| Reporting Owner Name / Address | Relationships                             |
|--------------------------------|-------------------------------------------|
|                                | Director    10% Owner    Officer    Other |

Weiss Louis  
300 HARMON MEADOW BLVD.  
SECAUCUS, NJ 07094

See Remarks

## Signatures

/s/ Brenda Galgano, as  
Attorney-In-Fact      09/28/2015

\_\_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) Amount reflects tax withholding obligations upon the vesting of restricted stock not previously reported on Forms 4 filed with the Securities and Exchange Commission.

As of this filing date, the reporting person owned 41,311 shares of Common Stock. The amounts reflected in this column 5 differ from the amount owned as of this filing date due to other transactions previously reported on Forms 4 filed with the Securities and Exchange Commission.

**Remarks:**

Executive Vice President, Chief Merchandising & Marketing Officer

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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