

VICAL INC
Reported by
RAMOS ANTHONY ALAN

FORM 4
(Statement of Changes in Beneficial Ownership)

Filed 01/14/14 for the Period Ending 01/10/14

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|-------------|--|
| Address | 10390 PACIFIC CENTER COURT |
| | . |
| | SAN DIEGO, CA 92121-4340 |
| Telephone | 858-646-1100 |
| CIK | 0000819050 |
| Symbol | VICL |
| SIC Code | 2836 - Biological Products, Except Diagnostic Substances |
| Industry | Biotechnology & Drugs |
| Sector | Healthcare |
| Fiscal Year | 12/31 |

FORM 4

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

OMB APPROVAL
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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
or Section 30(h) of the Investment Company Act of 1940

| | | |
|--|--|--|
| 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) |
| Ramos Anthony Alan | VICAL INC [VICL] | <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) Chief Accounting Officer |
| (Last) (First) (Middle) 10390 PACIFIC CENTER COURT | 3. Date of Earliest Transaction (MM/DD/YYYY) 1/10/2014 | |
| (Street) SAN DIEGO, CA 92121 | 4. If Amendment, Date Original Filed (MM/DD/YYYY) | 6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> 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. Trans. Date | 2A. Deemed Execution Date, if any | 3. Trans. 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) | | | |
| Common Stock \$.01 par value | 1/10/2014 | | P | | 70000 (1) | A | \$1.42 | 102339 (2) | D |

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

| 1. Title of Derivate Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Trans. Date | 3A. Deemed Execution Date, if any | 4. Trans. 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 | | 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 of Derivative Security: 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 | | | | |
| Employee Stock Option (right to buy) | \$1.42 | 1/10/2014 | | A | | 2 | | 1/10/2015 (3) | 1/9/2024 | Common Stock | 2 | \$0 | 359602 | D | |
| Nonstatutory Stock Option (right to buy) | \$1.42 | 1/10/2014 | | A | | 99998 | | 1/10/2015 (3) | 1/9/2024 | Common Stock | 99998 | \$0 | 459600 | D | |

Explanation of Responses:

- (1) Shares were acquired pursuant to a restricted stock grant and generally vest one-third on the first anniversary of the grant, with the remainder vesting quarterly over the remaining two years.
- (2) This balance consists of unvested restricted stock units.
- (3) The right to exercise the above stock option generally vests one-third on the first anniversary of the grant, with the remaining rights vesting quarterly over the remaining two years.

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Ramos Anthony Alan 10390 PACIFIC CENTER COURT | | | Chief Accounting Officer | |

Signatures/s/ Anthony A. Ramos1/14/2014

** 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.

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