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ZOGENIX, INC. Form 4									
June 06, 2012					OMB A	PPROVAL			
FORM 4 UNITED		3235-0287							
Check this box if no longer subject to STATE	CMENT OF	CHANGES I	Expires:	January 31, 2005					
Section 16. Form 4 or	n 16. SECURITIES					average Irs per 0.5			
Form 4 or Form 5 obligations may continue. See Instruction 1(b). 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 1(b).									
(Print or Type Responses)									
1. Name and Address of Reportir MAST ERLE T	S	2. Issuer Name a Symbol ZOGENIX, IN	nd Ticker or Trading C. [ZGNX]	5. Relationship of Reporting Person(s) to Issuer					
(Last) (First)		3. Date of Earliest		(Chec	(Check all applicable)				
C/O ZOGENIX, INC., 124 BLUFF DR., SUITE 650		Month/Day/Year) 06/06/2012	1	X Director Officer (give below)		6 Owner er (specify			
(Street)		4. If Amendment, Filed(Month/Day/Y	-	 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person 					
SAN DIEGO, CA 92130				Form filed by M Person	More than One R	eporting			
(City) (State)	(Zip)	Table I - Non	-Derivative Securities	Acquired, Disposed of	f, or Beneficia	lly Owned			
1.Title of Security (Instr. 3)2. Transaction Date (Month/Day/Year		n Date, if TransactionAcquired (A) or Code Disposed of (D)		SecuritiesHBeneficially(Owned(6. Ownership Form: Direct D) or Indirect I) Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)			
			Amount (D) Price	2					
Reminder: Report on a separate li	ne for each clas	ss of securities ber	Persons who re information cor required to resp	or indirectly. espond to the collect ntained in this form bond unless the form ently valid OMB con	are not m	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	2.	3. Transaction Date	3A. Deemed	4.	5. Number of	6. Date Exercisable and	7. Title and Amount of	8
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	orDerivative	Expiration Date	Underlying Securities	D
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)	S

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(Instr. 3)	Price of Derivative Security		(Month/Day/Year)	(Instr. 8)	Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)					(
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Right to buy stock	\$ 1.86	06/06/2012	06/06/2012	А	35,000		(1)	06/06/2022	Common Stock	35,000

Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
MAST ERLE T C/O ZOGENIX, INC. 12400 HIGH BLUFF DR., SUITE 650 SAN DIEGO, CA 92130	Х						
Signatures							
Trisha Millican, 06 Attorney-in-fact	5/06/2012						

<u>**</u>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) The option was granted on June 6, 2012 and vests in a series of twelve (12) successive, equal monthly installments beginning on June 6, 2012, subject to the Reporting Person's continued service to the Company on each vesting date.

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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