

Vanda Pharmaceuticals Inc.  
Form 4  
May 16, 2007

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
Expires: January 31, 2005  
Estimated average burden hours per response... 0.5

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 \*  
Polymeropoulos Mihael Hristos

(Last) (First) (Middle)

9605 MEDICAL CENTER  
DRIVE, SUITE 300

(Street)

ROCKVILLE, MD 20850

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol

Vanda Pharmaceuticals Inc. [VNDA]

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

05/14/2007

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

Chief Executive Officer

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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount or Price		
Common Stock	05/14/2007 <sup>(1)</sup>		M		10,000 A \$ 0.331	10,000	D
Common Stock	05/14/2007 <sup>(1)</sup>		S		71 D \$ 19.23	9,929	D
Common Stock	05/14/2007 <sup>(1)</sup>		S		100 D \$ 19.25	9,829	D
Common Stock	05/14/2007 <sup>(1)</sup>		S		500 D \$ 19.27	9,329	D
Common Stock	05/14/2007 <sup>(1)</sup>		S		500 D \$ 19.28	8,829	D

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Common Stock	05/14/2007 <sup>(1)</sup>	S	700	D	\$ 19.3	8,129	D
Common Stock	05/14/2007 <sup>(1)</sup>	S	800	D	\$ 19.31	7,329	D
Common Stock	05/14/2007 <sup>(1)</sup>	S	100	D	\$ 19.33	7,229	D
Common Stock	05/14/2007 <sup>(1)</sup>	S	700	D	\$ 19.34	6,529	D
Common Stock	05/14/2007 <sup>(1)</sup>	S	100	D	\$ 19.35	6,429	D
Common Stock	05/14/2007 <sup>(1)</sup>	S	280	D	\$ 19.36	6,149	D
Common Stock	05/14/2007 <sup>(1)</sup>	S	619	D	\$ 19.38	5,530	D
Common Stock	05/14/2007 <sup>(1)</sup>	S	1,100	D	\$ 19.4	4,430	D
Common Stock	05/14/2007 <sup>(1)</sup>	S	100	D	\$ 19.41	4,330	D
Common Stock	05/14/2007 <sup>(1)</sup>	S	1,520	D	\$ 19.42	2,810	D
Common Stock	05/14/2007 <sup>(1)</sup>	S	300	D	\$ 19.44	2,510	D
Common Stock	05/14/2007 <sup>(1)</sup>	S	200	D	\$ 19.45	2,310	D
Common Stock	05/14/2007 <sup>(1)</sup>	S	200	D	\$ 19.46	2,110	D
Common Stock	05/14/2007 <sup>(1)</sup>	S	600	D	\$ 19.47	1,510	D
Common Stock	05/14/2007 <sup>(1)</sup>	S	1,355	D	\$ 19.49	155	D
Common Stock	05/14/2007 <sup>(1)</sup>	S	155	D	\$ 19.51	0	D

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

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SEC 1474  
(9-02)

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

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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 Amount of Underlying Securities (Instr. 3 and 4)	8. Amount or Number of Shares
Employee Stock Option (Right to Buy)	\$ 0.331	05/14/2007		M	3,108	(2) 05/05/2013	Common Stock	3,108
Employee Stock Option (Right to Buy)	\$ 0.331	05/14/2007		M	6,892	(2) 02/10/2015	Common Stock	6,892

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Polymeropoulos Mihael Hristos 9605 MEDICAL CENTER DRIVE SUITE 300 ROCKVILLE, MD 20850	X		Chief Executive Officer	

## Signatures

/s/ Mihael H. Polymeropoulos 05/16/2007

\*\*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) Transaction was administered pursuant to an authorized 10b5-1 plan.
- (2) Exercisable with respect to 25% of the shares one year after the grant, exercisable with respect to and additional 2.08333% of the aggregate shares each month thereafter.

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