Vanda Pharmaceuticals Inc.

Form 4 June 04, 2007

FORM 4

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

OMB Number:

5. Relationship of Reporting Person(s) to

Issuer

3235-0287

0.5

Expires: January 31, 2005

OMB APPROVAL

Estimated average burden hours per response...

if no longer subject to Section 16. Form 4 or

Check this box

Form 5 obligations may continue.

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

2. Issuer Name and Ticker or Trading

See Instruction 30(h) of the Investment Company Act of 1940

Symbol

1(b).

(Print or Type Responses)

Clark William D

1. Name and Address of Reporting Person *

			Vanda Pharmaceuticals Inc. [VNDA]				/NDA]	(Check all applicable)			
(Last) (First) (Middle) 9605 MEDICAL CENTER DRIVE, SUITE 300			3. Date of Earliest Transaction (Month/Day/Year) 06/01/2007					Director 10% Owner X Officer (give title Other (specify below)			
(Street) 4. If Amenda Filed(Month/					_	1		6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person			
ROCKVILLE, MD 20850								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. Transaction D (Month/Day/Yea	ar) Execution	on Date, if Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5) (Day/Year) (Instr. 8) (A) or				d of (D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		
Common Stock	06/01/2007(1)			M	3,200	A	\$ 0.331	3,200	D		
Common Stock	06/01/2007(1)			S	194	D	\$ 20.01	3,006	D		
Common Stock	06/01/2007(1)			S	100	D	\$ 20.02	2,906	D		
Common Stock	06/01/2007(1)			S	200	D	\$ 20.05	2,706	D		
Common Stock	06/01/2007(1)			S	200	D	\$ 20.05	2,506	D		

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Common	06/01/2007(1)	S	500	D	\$ 20.07	2,006	D
Stock					20.07		
Common Stock	06/01/2007(1)	S	200	D	\$ 20.1	1,806	D
Common Stock	06/01/2007(1)	S	100	D	\$ 20.11	1,706	D
Common Stock	06/01/2007(1)	S	1,120	D	\$ 20.12	586	D
Common Stock	06/01/2007(1)	S	100	D	\$ 20.17	486	D
Common Stock	06/01/2007 <u>(1)</u>	S	100	D	\$ 20.19	386	D
Common Stock	06/01/2007 <u>(1)</u>	S	100	D	\$ 20.21	286	D
Common Stock	06/01/2007(1)	S	12	D	\$ 20.22	274	D
Common Stock	06/01/2007(1)	S	174	D	\$ 20.23	100	D
Common Stock	06/01/2007(1)	S	100	D	\$ 20.24	0	D

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

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

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. Transacti Code (Instr. 8)	5. Number on 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)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option	\$ 0.331	06/01/2007(1)		M	3,200	(2)	02/10/2015	Common Stock	3,200

(9-02)

(Right to Buy)

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Clark William D 9605 MEDICAL CENTER DRIVE SUITE 300 ROCKVILLE, MD 20850

Sr. VP, Chief Business Officer

Signatures

/s/William D. 06/04/2007 Clark

**Signature of Date
Reporting Person

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 an additional 2.08333% of the aggregate shares each month thereafter.

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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