

Polymeropoulos Mihael Hristos  
 Form 4/A  
 July 17, 2007

**FORM 4**

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

OMB APPROVAL

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**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)

06/11/2007

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

06/11/2007

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                    | 06/11/2007 <sup>(1)</sup>            |  | M                              |   | 10,000 A \$ 0.331   | 10,000   | D   |
| Common Stock                    | 06/11/2007 <sup>(1)</sup>            |  | S                              |   | 621 D \$ 20.67  | 9,379  | D   |
| Common Stock                    | 06/11/2007 <sup>(1)</sup>            |  | S                              |   | 200 D \$ 20.68  | 9,179  | D   |
| Common Stock                    | 06/11/2007 <sup>(1)</sup>            |  | S                              |   | 5,100 D \$ 20.7   | 4,079  | D   |
| Common Stock                    | 06/11/2007 <sup>(1)</sup>            |  | S                              |   | 700 D \$ 20.71  | 3,379  | D   |

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|              |                           |   |       |   |          |       |   |
|--------------|---------------------------|---|-------|---|----------|-------|---|
| Common Stock | 06/11/2007 <sup>(1)</sup> | S | 100   | D | \$ 20.72 | 3,279 | D |
| Common Stock | 06/11/2007 <sup>(1)</sup> | S | 600   | D | \$ 20.73 | 2,679 | D |
| Common Stock | 06/11/2007 <sup>(1)</sup> | S | 100   | D | \$ 20.75 | 2,579 | D |
| Common Stock | 06/11/2007 <sup>(1)</sup> | S | 100   | D | \$ 20.76 | 2,479 | D |
| Common Stock | 06/11/2007 <sup>(1)</sup> | S | 1,179 | D | \$ 20.8  | 1,300 | D |
| Common Stock | 06/11/2007 <sup>(1)</sup> | S | 400   | D | \$ 20.82 | 900   | D |
| Common Stock | 06/11/2007 <sup>(1)</sup> | S | 100   | D | \$ 20.85 | 800   | D |
| Common Stock | 06/11/2007 <sup>(1)</sup> | S | 100   | D | \$ 20.86 | 700   | D |
| Common Stock | 06/11/2007 <sup>(1)</sup> | S | 300   | D | \$ 20.87 | 400   | D |
| Common Stock | 06/11/2007 <sup>(1)</sup> | S | 400   | D | \$ 20.88 | 0     | D |

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

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(9-02)

**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. 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                      | \$ 0.331   | 06/11/2007 <sup>(1)</sup>            |  | M                              | 6,650   | <sup>(3)</sup> 02/10/2015                                | Common Stock  | 6,650                         |

(Right to Buy) <sup>(2)</sup>

Employee Stock

|        |          |                           |   |       |                |            |              |       |
|--------|----------|---------------------------|---|-------|----------------|------------|--------------|-------|
| Option | \$ 0.331 | 06/11/2007 <sup>(1)</sup> | M | 3,350 | <sup>(3)</sup> | 09/28/2015 | Common Stock | 3,350 |
|--------|----------|---------------------------|---|-------|----------------|------------|--------------|-------|

(Right to Buy) <sup>(2)</sup>

## Reporting Owners

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

## Signatures

/s/ Mihael H. Polymeropoulos 07/17/2007

\_\_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) Filing amends the number of derivative securities beneficially owned following transaction reported on June 11, 2007 for each respective grant. The original form reflected an exercise of 10,000 shares from one grant, rather than two exercises totaling 10,000 from two grants.
- (3) 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.