

Vanda Pharmaceuticals Inc.  
 Form 3  
 April 12, 2006

**FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

OMB APPROVAL

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**INITIAL STATEMENT OF 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 |         |          | 2. Date of Event Requiring Statement | 3. Issuer Name and Ticker or Trading Symbol      |  |
| *<br>^ MEDIMMUNE INC /DE                |         |          | (Month/Day/Year)                     | Vanda Pharmaceuticals Inc. [VNDA]                |  |
| (Last)                                  | (First) | (Middle) | 04/12/2006                           | 4. Relationship of Reporting Person(s) to Issuer | 5. If Amendment, Date Original Filed(Month/Day/Year)       |
| 1 MEDIMMUNE WAY                         |         |          |                                      | (Check all applicable)                           | 6. Individual or Joint/Group Filing(Check Applicable Line) |
| (Street)                                |         |          |                                      | ____ Director                                    | <input checked="" type="checkbox"/> 10% Owner              |
| GAITHERSBURG, MD 20878                  |         |          |                                      | ____ Officer                                     | ____ Other   |
| (City)                                  | (State) | (Zip)    |                                      | (give title below)                               | (specify below)  |
|   |         |          |                                      |  | ____ Form filed by One Reporting Person                    |
|   |         |          |                                      |  | ____ Form filed by More than One Reporting Person          |

**Table I - Non-Derivative Securities Beneficially Owned**

|                                 |   |  |   |
|---------------------------------|---|--|---|
| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---------------------------------|---|--|---|

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

SEC 1473 (7-02)

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

|  |  |   |  |   |   |
|--|--|---|--|---|---|
| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) | 4. Conversion or Exercise Price of Derivative Security | 5. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5) | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|  | Date Exercisable   | Expiration Date   |  |   |   |
|  |  | Title   | Amount or Number of Shares                             |   |   |

|                          |       |       |                 |                  |        |   |   |
|--------------------------|-------|-------|-----------------|------------------|--------|---|---|
| Series B Preferred Stock | Â (1) | Â (2) | Common<br>Stock | 1,601,798<br>(4) | \$ (3) | D | Â |
|--------------------------|-------|-------|-----------------|------------------|--------|---|---|

## Reporting Owners

| Reporting Owner Name / Address                                   | Relationships |           |         |       |
|--|---------------|-----------|---------|-------|
|  | Director      | 10% Owner | Officer | Other |
| MEDIMMUNE INC /DE<br>1 MEDIMMUNE WAY<br>GAITHERSBURG,Â MDÂ 20878 | Â             | Â X       | Â       | Â     |

## Signatures

/s/ Wayne  
Hockmeyer

04/12/2006

\*\*Signature of  
Reporting Person

Date

## Explanation of Responses:

- \* If the form is filed by more than one reporting person, *see* Instruction 5(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) Immediately.
- (2) Not applicable.
- (3) Reflects the automatic conversion of each share of Series B Preferred Stock into one share of Common Stock to occur upon the close of business of the day immediately preceding the closing of the issuer's initial public offering.
- (4) Reflects a 1-for-3.309755 reverse stock split to occur immediately following the effectiveness of the registration statement covering the issuer's initial public offering.

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.