FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington,	D.C.	20549
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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

	OMB APPROVAL								
	OMB Number:	3235-0287							
	Estimated average burden								
- 1	La	0.5							

Check this box if no longer subject to Section 16. 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 or Section 30(h) of the Investment Company Act of 1940

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1. Name and Address of Reporting Person*  Moran Kevin Patrick						2. Issuer Name <b>and</b> Ticker or Trading Symbol  Vanda Pharmaceuticals Inc. [VNDA]									all applic	onship of Reporting all applicable) Director Officer (give title		son(s) to Iss 10% Ov Other (s	vner
(Last) (First) (Middle) 2200 PENNSYLVANIA AVENUE SUITE 300E						3. Date of Earliest Transaction (Month/Day/Year) 02/28/2022									below)		& Tr	below)	peony
(Street) WASHIN	NGTON I		20037		4.	If Amendment, Date of Original Filed (Month/Day/Year)								6. Indiv ine) X	Form filed by One Reporting Person  Form filed by More than One Reporting  Person				
(City)	(;	•	(Zip)	lon Dori	ivativ	0 500	ritio	- A c			icnocod o	f or Br	nofici	ally (	Junod				
1. Title of Security (Instr. 3) 2. Tran			2. Transac	tion	on 2A. Deemed Execution Date,		3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and				5. Amou Securiti Benefic Owned	es ally Following	Form (D) o	n: Direct or Indirect nstr. 4)	7. Nature of Indirect Beneficial Ownership		
									Code	v	Amount	(A) or (D)	Price		Reporte Transac (Instr. 3	ction(s)			(Instr. 4)
Common Stock 02/28				02/28/2	2022	22			A		32,700(1)	A	\$0.0	00 13		1,996		D	
Common Stock 03/01/20				2022	22			<b>S</b> <sup>(2)</sup>		3,473	D	\$11.	19 128		8,523		D		
Common Stock 03/02/20					2022	22			<b>S</b> <sup>(2)</sup>		8,832	D	\$11.28	11.2828 <sup>(3)</sup>		119,691		D	
Common	Stock														635 I By				
			Table I								posed of, , convertil				wned				
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	if any		4. Transa Code ( 8)	action	5. Num		6. Date Exer Expiration D (Month/Day/		cisable and	7. Title and Am of Securities Underlying Derivative Secu (Instr. 3 and 4)		nt 8.	rivative curity str. 5)	9. Number derivative Securities Beneficiall Owned Following Reported Transactio (Instr. 4)	ly	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
					Code	v	(A)	(D)	Date Exerc	isable	Expiration Date	Title	Amou or Numb of Share	er					
Stock Option (Right to Buy)	\$11.36	02/28/2022			A		77,500		(4	4)	02/27/2032	Common Stock	77,50	00	\$0.00	77,500	)	D	

## **Explanation of Responses:**

- 1. Represents shares of common stock underlying a time-based restricted stock unit award ("RSU"). The RSU vests in four (4) equal annual installments with the first annual vest taking place on March 1, 2023, provided the Reporting Person remains continuously employed by the Issuer through each annual vesting date. Vested shares will be delivered on the First Permissible Trading Day (as defined in the RSU Agreement) that occurs on or after the day when the RSUs vest.
- 2. Represents shares of the Issuer's common stock sold to satisfy tax obligations relating to the acquisition of shares of the Issuer's common stock in connection with the settlement of the vested portion of RSUs. Such sale was executed pursuant to an irrevocable election made by the Reporting Person during an open trading window under a program approved by the Compensation Committee of the Issuer's Board of Directors
- 3. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$11.18 to \$11.43, inclusive. The Reporting Person undertakes to provide to the Issuer, any security holder of the Issuer or the staff of the Securities Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote (3) to this Form 4.
- 4. The option vests with respect to 25% of the underlying shares on February 28, 2023, with the balance vesting in equal monthly installments over the next 36 months of continuous service thereafter, provided the Reporting Person provides continuous service to the Issuer through the applicable vesting date.

## Remarks:

/s/ Kevin Patrick Moran

03/02/2022

\*\* Signature of Reporting Person

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

- \* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.