UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

SCHEDULE 14A (Rule 14a-101)

Proxy Statement Pursuant to Section 14(a) of the Securities Exchange Act of 1934 (Amendment No.)

Filed by the Registrant ⊠

Filed by a party other than the Registrant \Box

Check the appropriate box:

- Preliminary Proxy Statement
- Confidential, for Use of the Commission Only (as permitted by Rule 14a-6(e)(2))
- Definitive Proxy Statement
- \times Definitive Additional Materials
- Soliciting Material Pursuant to §240.14a-12

Vanda Pharmaceuticals Inc.

(Name of Registrant as Specified In Its Charter)

(Name of Person(s) Filing Proxy Statement, if other than the Registrant)

Payment of Filing Fee (Check the appropriate box):

X No fee required.

- Fee computed on table below per Exchange Act Rules 14a-6(i)(1) and 0-11.
 - Title of each class of securities to which transaction applies: (1)
 - (2) Aggregate number of securities to which transaction applies:
 - Per unit price or other underlying value of transaction computed pursuant to Exchange Act Rule 0-11 (set forth the amount on which the filing fee (3)is calculated and state how it was determined):
 - Proposed maximum aggregate value of transaction: (4)

Total fee paid: (5)

Fee paid previously with preliminary materials.

- Check box if any part of the fee is offset as provided by Exchange Act Rule 0-11(a)(2) and identify the filing for which the offsetting fee was paid previously. Identify the previous filing by registration statement number, or the Form or Schedule and the date of its filing.
 - (1)Amount previously paid:
 - (2) Form, Schedule or Registration Statement No.:

(3)Filing party:

(4) Date Filed:

*** Exercise Your *Right* to Vote *** Important Notice Regarding the Availability of Proxy Materials for the Stockholder Meeting to Be Held on June 16, 2016

VANDA PHARMACEUTICALS INC.

Vanda Pharmaceuticals Inc. 2200 Pennsylvania Ave. NW, Suite 300E Washington, D.C. 20037

Meeting Information

Meeting Type: Annual Meeting For holders as of: April 22, 2016 Date: June 16, 2016 Time: 9:00 AM EST

Location: Hilton Garden Inn Washington, DC

Georgetown Area 2201 M Street NW Washington, D.C. 20037

You are receiving this communication because you hold shares in the above named company.

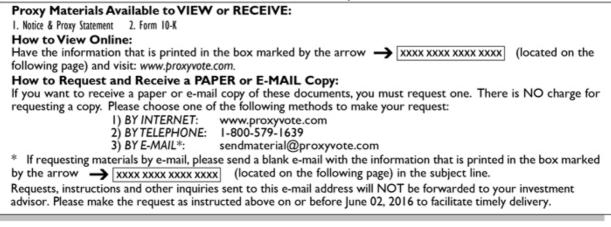
This is not a ballot. You cannot use this notice to vote these shares. This communication presents only an overview of the more complete proxy materials that are available to you on the Internet. You may view the proxy materials online at www.proxyvote.com or easily request a paper copy (see reverse side).

We encourage you to access and review all of the important information contained in the proxy materials before voting.

See the reverse side of this notice to obtain proxy materials and voting instructions.

— Before You Vote —

How to Access the Proxy Materials



How To Vote —

Please Choose One of the Following Voting Methods

Vote In Person: Many stockholder meetings have attendance requirements including, but not limited to, the possession of an attendance ticket issued by the entity holding the meeting. Please check the meeting materials for any special requirements for meeting attendance. At the meeting, you will need to request a ballot to vote these shares.

Vote By Internet: To vote now by Internet, go to *www.proxyvote.com*. Have the information that is printed in the box marked by the arrow $\rightarrow xxxx xxxx xxxx xxxx$ available and follow the instructions.

Vote By Mail: You can vote by mail by requesting a paper copy of the materials, which will include a proxy card.

Voting items

The Board of Directors recommends you vote FOR the following:

1. Election of Directors

Nominees

01 Michael F. Cola 02 H. Thomas Watkins

The Board of Directors recommends you vote FOR proposals 2, 3 and 4.

- 2 To ratify the selection by the Audit Committee of our Board of Directors of PricewaterhouseCoopers LLP as the independent registered public accounting firm of the Company for the year ending December 31, 2016.
- 3 To approve on an advisory basis the named executive officer compensation.
- 4 To approve the Vanda Pharmaceuticals Inc. 2016 Equity Incentive Plan.

NOTE: To conduct any other business properly brought before the Annual Meeting or any adjournments or postponements thereof.

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