Vanda Pharmaceuticals Inc. Form SC 13G/A February 14, 2007

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

SCHEDULE 13G (Rule 13d-102)

Amendment No. 1

INFORMATION TO BE INCLUDED IN STATEMENTS PURSUANT TO RULES 13d-1(b), (c) AND (d) AND AMENDMENTS THERETO FILED PURSUANT TO 13d-2 UNDER THE SECURITIES EXCHANGE ACT OF 1934

VANDA PHARMACEUTICALS INC. (Name of Issuer)

COMMON STOCK, PAR VALUE \$0.001 PER SHARE (Title of Class of Securities)

921659108 (CUSIP Number)

December 31, 2006 (Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

- [] Rule 13d-1(b)
- [X] Rule 13d-1(c)
- [] Rule 13d-1(d)

* The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 (the "Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

Schedule 13G/A CUSIP No. 921659108

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(1)	S.S.	OR I.R.S.	ING PERSON IDENTIFICATION NO. OF ABOVE PERSON er Partners	1	
(2)	CHECK	THE APPR	OPRIATE BOX IF A MEMBER OF A GROUP	(a) [(b) [X	
(3)	SEC U	SE ONLY			
(4)	CITIZ	ENSHIP OR	PLACE OF ORGANIZATION New York		
NUMBER O	F	(5)	SOLE VOTING POWER 0		
BENEFICION OWNED BY		(6)	SHARED VOTING POWER 101,580		
EACH REPORTIN	C	(7)	SOLE DISPOSITIVE POWER 0		
		(8)	SHARED DISPOSITIVE POWER 101,580		
	(9)		E AMOUNT BENEFICIALLY OWNED REPORTING PERSON 101,580		
	(10)		X IF THE AGGREGATE AMOUNT 9) EXCLUDES CERTAIN SHARES		[]
	(11)		OF CLASS REPRESENTED T IN ROW (9) 0.5%		
	(12)	TYPE OF	REPORTING PERSON PN		
Schedule CUSIP No					PAGE 3 OF 42
(1)	S.S.	OR I.R.S.	ING PERSON IDENTIFICATION NO. OF ABOVE PERSON er Institutional Partners, L.P.	1	
(2)	CHECK	THE APPR	OPRIATE BOX IF A MEMBER OF A GROUP	(a) [1

(b) [X]

(3)	SEC U	SE ONLY					 			
(4)	CITIZ	ENSHIP OR	PLACE Delaw		IZATION		 			
NUMBER O	F	(5)	SOLE	VOTING 0	POWER		 			
		(6)	SHAR		G POWER 6,291		 			
EACH		(7)	SOLE	DISPOSI 0	TIVE PO	WER				
PERSON W		(8)	SHAR		SITIVE 6,291	POWER	 			
	(9)	AGGREGATI BY EACH I		NG PERSC		OWNED	 			
	(10)	CHECK BOX					 			[]
	(11)	PERCENT (W (9)	ENTED		 			
	(12)	TYPE OF I	REPORTI	NG PERSC			 			
Schedule								1	PAGE	4 OF 42
	S.S. M. H.	OF REPORTI OR I.R.S. Davidson	ING PER IDENTI & Co.	FICATION	NO. OF					
		THE APPRO	OPRIATE	BOX IF	A MEMBE		(a) (b)	[X]		
(3)		SE ONLY								
(4)	CITIZ	ENSHIP OR	PLACE New	OF ORGAN York	IZATION					
		(5)								

SHARES						
BENEFICI	IALLY	(6)	SHARED VOTING POWER			
OWNED BY	Y		11,357			
EACH		(7)	SOLE DISPOSITIVE POWER			
REPORTIN	NG		0			
PERSON W	WITH	(8)	SHARED DISPOSITIVE POWER 11,357			
	(9)		E AMOUNT BENEFICIALLY OWNED REPORTING PERSON 11,357			
	(10)		X IF THE AGGREGATE AMOUNT 9) EXCLUDES CERTAIN SHARES			[]
	(11)		OF CLASS REPRESENTED T IN ROW (9) 0.1%			
	(12)	TYPE OF	REPORTING PERSON PN			
Schedule CUSIP No					PAGE	5 OF 42
	NAME S.S.	59108 OF REPORT OR I.R.S.	ING PERSON IDENTIFICATION NO. OF ABOVE PERSON er International, Ltd.		PAGE	5 OF 42
CUSIP No	NAME S.S. David	59108 OF REPORT OR I.R.S. son Kempn	IDENTIFICATION NO. OF ABOVE PERSON		PAGE	5 OF 42
CUSIP No. (1)	NAME S.S. David	59108 OF REPORT OR I.R.S. son Kempn	IDENTIFICATION NO. OF ABOVE PERSON er International, Ltd.	(a) (b)		5 OF 42
(1)	NAME S.S. David	59108 OF REPORT OR I.R.S. son Kempn	IDENTIFICATION NO. OF ABOVE PERSON er International, Ltd.	(a) (b)	[] [x]	5 OF 42
(1)(2) (3)	NAME S.S. David CHECK	59108 OF REPORT OR I.R.S. SON Kempn THE APPR	IDENTIFICATION NO. OF ABOVE PERSON er International, Ltd	(a) (b)	[] [x]	5 OF 42
(1) (2) (3) (4) NUMBER C	NAME S.S. David CHECK SEC U	59108 OF REPORT OR I.R.S. SON Kempn THE APPR SE ONLY ENSHIP OR	IDENTIFICATION NO. OF ABOVE PERSON er International, Ltd. OPRIATE BOX IF A MEMBER OF A GROUP PLACE OF ORGANIZATION	(a) (b)	[] [x]	5 OF 42
CUSIP No (1) (2) (3) (4) NUMBER C	NAME S.S. David CHECK SEC U CITIZ	59108 OF REPORT OR I.R.S. SON KEMPN THE APPR SE ONLY ENSHIP OR (5)	IDENTIFICATION NO. OF ABOVE PERSON er International, Ltd. OPRIATE BOX IF A MEMBER OF A GROUP PLACE OF ORGANIZATION British Virgin Islands SOLE VOTING POWER	(a) (b)	[] [x]	5 OF 42

REPORTI	ING							
PERSON	WITH	(8)	SHARED D	ISPOSITIVE 265,435				
	(9)		AMOUNT BE		OWNED			
	(10)		IF THE AGO					[]
			F CLASS REI					
	(12)	TYPE OF R	EPORTING P	ERSON CO				
	le 13G/A No. 9216						PAGE 6	OF 42
(1)	S.S.	OF REPORTI OR I.R.S. a Limited		TION NO. O	F ABOVE PER	SON		
(2)	CHECK	THE APPRO	PRIATE BOX	IF A MEMB	ER OF A GRC	OUP (a) [(b) [
(3)	SEC U	SE ONLY						
(4)	CITIZ	ENSHIP OR	PLACE OF O		N			
NUMBER SHARES	OF	(5)	SOLE VOT					
	CIALLY	(6)	SHARED V		R			
OWNED E	ЗҮ			6,636 				
EACH		(7)	SOLE DIS	POSITIVE P	OWER			
REPORTI PERSON		(8)	SHARED D	ISPOSITIVE 6,636	POWER			
	(9)		AMOUNT BEI					

6,636

5

	(10)			GGREGATE AM S CERTAIN S							[]
	(11)	PERCENT O BY AMOUNT					 				
	(12)	TYPE OF R	EPORTING	PERSON CO			 				
Schedule CUSIP No								PAGE	7	OF	42
(1)	S.S.		IDENTIFIC	ATION NO. O		PERSON	 				
(2)	CHECK	THE APPRO	PRIATE BO	X IF A MEMB	ER OF A	GROUP	[] [X]				
(3)	SEC U	SE ONLY					 				
(4)	CITIZ	ENSHIP OR	PLACE OF (ORGANIZATIO e	N		 				
NUMBER O	F	(5)	SOLE VO	TING POWER			 				
SHARES BENEFICI OWNED BY		(6)	SHARED	VOTING POWE 605,963			 				
EACH		(7)		SPOSITIVE P	OWER						
REPORTIN	G						 				
PERSON W	ITH	(8)	SHARED 1	DISPOSITIVE 605,963			 				
	(9)	AGGREGATE BY EACH R		ENEFICIALLY PERSON 605,963							
	(10)			GGREGATE AM S CERTAIN S	OUNT		 				[]
	(11)	PERCENT O					 				

(12)	TYPE OF F	REPORTING PERSON PN	
Schedule 13G/A CUSIP No. 9216			PAGE 8 OF 42
S.S.		ING PERSON IDENTIFICATION NO. OF ABOVE PERSON Pr Healthcare International LP	
(2) CHECK	THE APPRO	DPRIATE BOX IF A MEMBER OF A GROUP	(a) [] (b) [X]
(3) SEC U	SE ONLY		
(4) CITIZ	ENSHIP OR	PLACE OF ORGANIZATION Cayman Islands	
NUMBER OF	(5)	SOLE VOTING POWER 0	
BENEFICIALLY OWNED BY	(6)	SHARED VOTING POWER 544,277	
EACH REPORTING	(7)	SOLE DISPOSITIVE POWER 0	
	(8)	SHARED DISPOSITIVE POWER 544,277	
	BY EACH F	E AMOUNT BENEFICIALLY OWNED REPORTING PERSON 544,277	
(10)	IN ROW (9	(IF THE AGGREGATE AMOUNT 9) EXCLUDES CERTAIN SHARES	[]
	PERCENT C	OF CLASS REPRESENTED IN ROW (9) 2.5%	
(12)	TYPE OF F	REPORTING PERSON	

Schedule 13G/A CUSIP No. 921659108 PAGE 9 OF 42 NAME OF REPORTING PERSON S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON MHD Management Co. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (2) (a) [] (b) [X] (3) SEC USE ONLY (4) CITIZENSHIP OR PLACE OF ORGANIZATION New York NUMBER OF (5) SOLE VOTING POWER 0 ______ SHARES BENEFICIALLY (6) SHARED VOTING POWER 101,580 OWNED BY (7) SOLE DISPOSITIVE POWER EACH ______ REPORTING PERSON WITH (8) SHARED DISPOSITIVE POWER 101,580 (9) AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 101,580 (10) CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (11) PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9) 0.5% ______ (12) TYPE OF REPORTING PERSON -----Schedule 13G/A CUSIP No. 921659108 PAGE 10 OF 42

(1)	S.S.	OF REPORTS OR I.R.S.	IDENTIFI	CATION NO. O	F ABOVE PE	RSON			
				OX IF A MEMB		(a)) [X]		
		SE ONLY							
(4)	CITIZ	ENSHIP OR	PLACE OF New Yor	ORGANIZATIO k	N				
NUMBER ()F	(5)		OTING POWER					
SHARES BENEFICI				VOTING POWE					
EACH REPORTIN		(7)		ISPOSITIVE PO					
	VITH	(8)		DISPOSITIVE					
		AGGREGATE BY EACH E	E AMOUNT REPORTING	166,291	OWNED				
	(10)		K IF THE	AGGREGATE AMO	DUNT				[]
	(11)	BY AMOUNT							
	(12)	TYPE OF I	REPORTING	PERSON IA					
Schedule CUSIP No	9216 NAME	59108 OF REPORT		 N CATION NO. O	Z ABOVE PE	R S O N		PAGE 11	L OF 42
				ational Advi					
(2)	CHECK	THE APPRO	OPRIATE B	OX IF A MEMB	ER OF A GR) []		

			(b)	[X]			
(3)	SEC U	JSE ONLY					
(4)	CITIZ	ZENSHIP OR PLACE OF ORGANIZATION Delaware					
NUMBER O	 F	(5) SOLE VOTING POWER					
SHARES							
BENEFICI.		(6) SHARED VOTING POWER 272,071					
EACH		(7) SOLE DISPOSITIVE POWER 0					
REPORTING PERSON W		(8) SHARED DISPOSITIVE POWER 272,071					
	(9)	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 272,071					
	(10)	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES					[]
	(11)	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9) 1.2%					
	(12)	TYPE OF REPORTING PERSON OO					
Schedule CUSIP No]	PAGE	12 01	 F 42
(1)	S.S.	OF REPORTING PERSON OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON COUP LLC					
(2)	CHECK	X THE APPROPRIATE BOX IF A MEMBER OF A GROUP		[]			
(3)	SEC U	JSE ONLY					
(4)	CITIZ	ZENSHIP OR PLACE OF ORGANIZATION Delaware					

								_
	OF	(5)	SOLE VOTING POWER 0					
		(6)	SHARED VOTING POWER 605,963					_
OWNED BY	Z.	(7)	SOLE DISPOSITIVE POWER					_
REPORTIN	1G							-
PERSON V	VITH	(8)	SHARED DISPOSITIVE POWER 605,963					_
	(9)		AMOUNT BENEFICIALLY OWNED REPORTING PERSON 605,963					
	(10)		IF THE AGGREGATE AMOUNT EXCLUDES CERTAIN SHARES				[]
	(11)		OF CLASS REPRESENTED TIN ROW (9) 2.8%					_
	(12)	TYPE OF F	REPORTING PERSON OO					_
Schedule					PAGE	13	OF	42
(1)	s.s.		ING PERSON IDENTIFICATION NO. OF ABOVE PERSO)N				_
(2)	CHECK	THE APPRO	PRIATE BOX IF A MEMBER OF A GROUP	(a) [(b) [_
(3)	SEC U	JSE ONLY						-
(4)	CITIZ	ENSHIP OR	PLACE OF ORGANIZATION Delaware					-
NUMBER (DF	(5)	SOLE VOTING POWER					_
	IALLY	(6)						_

OWNED BY	•		544,277	
EACH		(7)	SOLE DISPOSITIVE POWER 0	
REPORTIN		(8)	SHARED DISPOSITIVE POWER 544,277	
	(9)		E AMOUNT BENEFICIALLY OWNED REPORTING PERSON 544,277	
		IN ROW (X IF THE AGGREGATE AMOUNT 9) EXCLUDES CERTAIN SHARES	[]
	(11)	PERCENT	OF CLASS REPRESENTED T IN ROW (9) 2.5%	
	(12)	TYPE OF	REPORTING PERSON PN	
Schedule CUSIP No	0. 9216 NAME S.S.	59108 OF REPORT	ING PERSON IDENTIFICATION NO. OF ABOVE PERS	PAGE 14 OF 42
(2)	CHECK	THE APPR	OPRIATE BOX IF A MEMBER OF A GROU	(a) [] (b) [X]
(3)	SEC U	SE ONLY		
(4)	CITIZ	ENSHIP OR	PLACE OF ORGANIZATION Delaware	
)F	(5)	SOLE VOTING POWER	
SHARES BENEFICI	ALLY	(6)	SHARED VOTING POWER	
OWNED BY	•		544,277 	
EACH				
		(7)	SOLE DISPOSITIVE POWER 0	

PERSON W	ITH	(8)	SHARED	DISPOSITIVE 544,277	POWER		
	,	AGGREGATI BY EACH	REPORTING	BENEFICIALLY PERSON 544,277			
	(10)	CHECK BO	X IF THE 9) EXCLUD	AGGREGATE AM ES CERTAIN S	OUNT HARES		
		PERCENT (REPRESENTED (9) 2.5%			
	(12)	TYPE OF	REPORTING	PERSON 00			
Schedule CUSIP No							PAGE 15 OF 4.
(1)	S.S.	OF REPORT OR I.R.S. s L. Kemp	IDENTIFI	N CATION NO. C	F ABOVE PE	ERSON	
(2)	CHECK	THE APPR	 OPRIATE B	OX IF A MEMB	ER OF A GF	(a)	[] [x]
(3)	SEC U	SE ONLY					
(4)	CITIZ	ENSHIP OR		ORGANIZATIC	N		
			onicea	States			
NUMBER O)F	(5)		OTING POWER			
SHARES BENEFICI	ALLY	(6)	SOLE V	OTING POWER	R		
SHARES	ALLY	(6)	SOLE V	OTING POWER 0 VOTING POWE 1,701,53	R 9 		
SHARES BENEFICI OWNED BY	ALLY	(6) 	SOLE V SHARED	OTING POWER 0 VOTING POWE 1,701,53	R 9 		
SHARES BENEFICI OWNED BY EACH REPORTIN	ALLY	(6) 	SOLE V SHARED	OTING POWER 0 VOTING POWE 1,701,53 ISPOSITIVE P	R 9 OWER POWER		

		_		
(1	10)		X IF THE AGGREGATE AMOUNT 9) EXCLUDES CERTAIN SHARES	[]
	 11)		 DF CLASS REPRESENTED	
(-			I IN ROW (9)	
			7.8%	
(1	12)	TYPE OF I	REPORTING PERSON IN	
Cabadula 11	OC / N			
Schedule 13 CUSIP No. 9		9108		PAGE 16 OF 4
(1) NA	 AME. C	F REPORT	ING PERSON	
S.	.s. c	R I.R.S.	IDENTIFICATION NO. OF ABOVE PERSON	1
Mā	arvin	H. David	ason	
(2) CF	 HECK	THE APPRO	OPRIATE BOX IF A MEMBER OF A GROUP	
				(a) [] (b) [X]
				(D) [N]
(3) SE				
(4) C1	ITIZE	NSHIP OR	PLACE OF ORGANIZATION United States	
		(5)		
NUMBER OF		(5)	SOLE VOTING POWER 0	
SHARES				
BENEFICIALI	LY	(6)	SHARED VOTING POWER	
OWNED BY			1,701,539 	
EACH		(7)	SOLE DISPOSITIVE POWER	
		(, ,	0	
REPORTING				
PERSON WITH	Η	(8)	SHARED DISPOSITIVE POWER 1,701,539	
		ACCDECATI		
(:			E AMOUNT BENEFICIALLY OWNED REPORTING PERSON	
			1,701,539 	
(1	10)		X IF THE AGGREGATE AMOUNT	r 1
		IN KOW (9) EXCLUDES CERTAIN SHARES	[]
(1			OF CLASS REPRESENTED I IN ROW (9)	
		BY AMULIA	I IN NOW (3)	

(12) TYPE OF REPORTING PERSON

Schedule CUSIP No				PAGE 17 OF 42
(1)	S.S.		ING PERSON IDENTIFICATION NO. OF ABOVE PE	RSON
(2)	CHECK	THE APPR	OPRIATE BOX IF A MEMBER OF A GR	OUP (a) [] (b) [X]
(3)	SEC U	JSE ONLY		
(4)	CITIZ	ENSHIP OR	PLACE OF ORGANIZATION United States	
NUMBER (ÞΓ	(5)	SOLE VOTING POWER 0	
		(6)	SHARED VOTING POWER 1,701,539	
EACH REPORTIN	IG	(7)	SOLE DISPOSITIVE POWER 0	
PERSON W		(8)	SHARED DISPOSITIVE POWER 1,701,539	
	(9)		E AMOUNT BENEFICIALLY OWNED REPORTING PERSON 1,701,539	
	(10)		X IF THE AGGREGATE AMOUNT 9) EXCLUDES CERTAIN SHARES	[]
	(11)		OF CLASS REPRESENTED I IN ROW (9) 7.8%	
	(12)	TYPE OF	REPORTING PERSON IN	

Schedule 13G/A CUSIP No. 921659108 PAGE 18 OF 42

S.S	E OF REPORTING PERSON OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON tt E. Davidson
(2) CHE	CK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) [] (b) [X]
(3) SEC	USE ONLY
(4) CIT	IZENSHIP OR PLACE OF ORGANIZATION United States
NUMBER OF	(5) SOLE VOTING POWER 0
BENEFICIALLY	(6) SHARED VOTING POWER 1,701,539
OWNED BY EACH	(7) SOLE DISPOSITIVE POWER 0
REPORTING PERSON WITH	(8) SHARED DISPOSITIVE POWER 1,701,539
(9)	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 1,701,539
(10) CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES []
(11) PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9) 7.8%
(12) TYPE OF REPORTING PERSON IN

Schedule 13G/A CUSIP No. 921659108

PAGE 19 OF 42

(1) NAME OF REPORTING PERSON
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

	Micha	el J. Leff	ell								
(2)	CHECK	CK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) [] (b) [X]									
(3)	SEC U	SE ONLY									
(4)	CITIZ	ENSHIP OR	PLACE 0		ZATION						
NUMBER O	F	(5)	SOLE '	VOTING PO	OWER						
BENEFICI OWNED BY		(6)		D VOTING 1,70							
EACH REPORTIN	'G	(7)	SOLE 1	DISPOSITI 0	EVE POWER						
PERSON W	ITH	(8)	SHARE		TIVE POWER 01,539						
	(9)	AGGREGATE BY EACH R	EPORTIN		TALLY OWNED						
	(10)	CHECK BOX			TE AMOUNT					[]
	(11)	PERCENT C									
	(12)	TYPE OF R		G PERSON IN							
	107/2										
Schedule CUSIP No									PAGE 2	0 OF	42
(1)	S.S.	OF REPORTI OR I.R.S. hy I. Leva	IDENTIF		IO. OF ABOV						
(2)	CHECK	THE APPRC	PRIATE	BOX IF A	MEMBER OF		(a)				
(3)	SEC U	SE ONLY									

			United Kingdom & United States	
NUMBER C)F	(5)	SOLE VOTING POWER 0	
BENEFICI OWNED BY		(6) 	SHARED VOTING POWER 1,701,539	
EACH REPORTIN	JG	(7)	SOLE DISPOSITIVE POWER 0	
		(8)	SHARED DISPOSITIVE POWER 1,701,539	
	(9)		E AMOUNT BENEFICIALLY OWNED REPORTING PERSON 1,701,539	
	(10)		X IF THE AGGREGATE AMOUNT 9) EXCLUDES CERTAIN SHARES	 []
	(11)		OF CLASS REPRESENTED T IN ROW (9) 7.8%	
	(12)	TYPE OF	REPORTING PERSON IN	
Schedule	9216	59108	TNC DEDGON	 PAGE 21 OF 4:
(1)	S.S.		ING PERSON IDENTIFICATION NO. OF ABOVE PERSON io, Jr.	
(2)	CHECK		OPRIATE BOX IF A MEMBER OF A GROUP	[] [x]
		THE APPR	OPRIATE BOX IF A MEMBER OF A GROUP	
(3)	SEC U	THE APPR	OPRIATE BOX IF A MEMBER OF A GROUP PLACE OF ORGANIZATION United States	

BENEFICIALLY		(6) SHARED VOTING POWER	
OWNED BY		1,701,539	
EACH		(7) SOLE DISPOSITIVE PO	WER
REPORTIN	I G		
PERSON W		(8) SHARED DISPOSITIVE : 1,701,539	
	(9)	AGGREGATE AMOUNT BENEFICIALLY BY EACH REPORTING PERSON 1,701,539	
	(10)	CHECK BOX IF THE AGGREGATE AMO IN ROW (9) EXCLUDES CERTAIN SH	
	(11)	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9) 7.8%	
	(12)	TYPE OF REPORTING PERSON IN	
Schedule		59108	PAGE 22 OF 42
CUSIP No	0. 9216 NAME S.S.	59108 OF REPORTING PERSON OR I.R.S. IDENTIFICATION NO. OF	
(1)	NAME S.S. Eric	DF REPORTING PERSON OR I.R.S. IDENTIFICATION NO. OF	ABOVE PERSON
(1)	NAME S.S. Eric CHECK	DF REPORTING PERSON OR I.R.S. IDENTIFICATION NO. OF P. Epstein THE APPROPRIATE BOX IF A MEMBE	ABOVE PERSON R OF A GROUP (a) []
(1) (2) (3)	NAME S.S. Eric CHECK	DF REPORTING PERSON OR I.R.S. IDENTIFICATION NO. OF P. Epstein THE APPROPRIATE BOX IF A MEMBE	ABOVE PERSON R OF A GROUP (a) [] (b) [X]
(1) (2) (3) (4)	NAME S.S. Eric CHECK	OF REPORTING PERSON OR I.R.S. IDENTIFICATION NO. OF P. Epstein THE APPROPRIATE BOX IF A MEMBE. GE ONLY ENSHIP OR PLACE OF ORGANIZATION United States (5) SOLE VOTING POWER	ABOVE PERSON R OF A GROUP (a) [] (b) [X]
(1) (2) (3) (4)	NAME S.S. Eric CHECK	OF REPORTING PERSON OR I.R.S. IDENTIFICATION NO. OF P. Epstein THE APPROPRIATE BOX IF A MEMBE. SE ONLY ENSHIP OR PLACE OF ORGANIZATION United States (5) SOLE VOTING POWER 0	ABOVE PERSON R OF A GROUP (a) [] (b) [X]
CUSIP No (1) (2) (3) (4) NUMBER C SHARES BENEFICI	NAME S.S. Eric CHECK SEC U CITIZ	OF REPORTING PERSON OR I.R.S. IDENTIFICATION NO. OF P. Epstein THE APPROPRIATE BOX IF A MEMBE. SE ONLY ENSHIP OR PLACE OF ORGANIZATION United States (5) SOLE VOTING POWER 0	ABOVE PERSON R OF A GROUP (a) [] (b) [X]
CUSIP No (1) (2) (3) (4) NUMBER C SHARES	NAME S.S. Eric CHECK SEC U CITIZ	OF REPORTING PERSON OR I.R.S. IDENTIFICATION NO. OF P. Epstein THE APPROPRIATE BOX IF A MEMBE SE ONLY ENSHIP OR PLACE OF ORGANIZATION United States (5) SOLE VOTING POWER 0 (6) SHARED VOTING POWER	ABOVE PERSON R OF A GROUP (a) [] (b) [X]

PERSON	WITH	(8)	SHARED D	ISPOSITIV 1,701,5				
	(9)		E AMOUNT BE					
	(10)		K IF THE AG O) EXCLUDES					[]
	(11)		DF CLASS RE					
	(12)	TYPE OF I	REPORTING P	ERSON IN				
	e 13G/ <i>F</i> Jo. 9216						PAGE	C 23 OF 42
(1)	S.S.		ING PERSON IDENTIFICA	TION NO.	OF ABOVE	PERSON		
(2)	CHECK	THE APPRO	OPRIATE BOX	IF A MEM	BER OF A	(a)	[] [[X]	
(3)	SEC U	JSE ONLY						
(4)	CITIZ	ENSHIP OR	PLACE OF C		NO			
NUMBER SHARES	OF	(5)	SOLE VOT	ING POWER				
BENEFIC	CIALLY	(6)	SHARED V	OTING POW				
OWNED E	3Y							
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		PERCENT OF CLASS REPR BY AMOUNT IN ROW (9)				
	(12)	TYPE OF REPORTING PER	SON IN			
Schedule CUSIP No		9108			PAGE	24 OF 42
(1)	S.S.	F REPORTING PERSON R I.R.S. IDENTIFICATION Z. Friedman	ON NO. OF ABOVE PER	RSON		
(2)	 CHECK	THE APPROPRIATE BOX I	F A MEMBER OF A GRO	(a)	[] [X]	
(3)	SEC U					
(4)	CITIZ	NSHIP OR PLACE OF ORG. United Stat				
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		CHECK BOX IF THE AGGR IN ROW (9) EXCLUDES C	EGATE AMOUNT			[]
	(11)	PERCENT OF CLASS REPR BY AMOUNT IN ROW (9)				

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(12) TYPE OF REPORTING PERSON ______ Schedule 13G/A CUSIP No. 921659108 PAGE 25 OF 42 ITEM 1(a). NAME OF ISSUER: Vanda Pharmaceuticals Inc. (the "Company") ITEM 1(b). ADDRESS OF ISSUER'S PRINCIPAL EXECUTIVE OFFICES: 9605 Medical Center Drive, Suite 300 Rockville, Maryland 20850 ITEM 2(a). NAME OF PERSON FILING: This Statement is filed by each of the entities and persons listed below, all of whom together are referred to herein as the "Reporting Persons": (i) Davidson Kempner Partners, a New York limited partnership ("DKP"); Davidson Kempner Institutional Partners, L.P., a (ii) Delaware limited partnership ("DKIP"); (iii) M. H. Davidson & Co., a New York limited partnership ("CO"); Davidson Kempner International, Ltd., a British (iv) Virgin Islands corporation ("DKIL"); (V) Serena Limited, a Cayman Islands corporation ("Serena");

- (vi) Davidson Kempner Healthcare Fund LP, a Delaware limited partnership ("DKHF");
- (vii) Davidson Kempner Healthcare International Ltd., a Cayman Islands corporation ("DKHI");
- (viii) MHD Management Co., a New York limited partnership and the general partner of DKP ("MHD");
 - (ix) Davidson Kempner Advisers Inc., a New York corporation and the general partner of DKIP ("DKAI"), which is registered as an investment adviser with the U.S. Securities and Exchange Commission;
 - (x) Davidson Kempner International Advisors, L.L.C., a Delaware limited liability company and the manager of DKIL and Serena ("DKIA");

- (xi) DK Group LLC, a Delaware limited liability company and the general partner of DKHF ("DKG");
- (xii) DK Management Partners LP, a Delaware limited partnership and the investment manager of DKHI ("DKMP");

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- (xiii) DK Stillwater GP LLC, a Delaware limited liability company and the general partner of DKMP ("DKS"); and
- (xiv) Messrs. Thomas L. Kempner, Jr., Marvin H. Davidson,
 Stephen M. Dowicz, Scott E. Davidson, Michael J.
 Leffell, Timothy I. Levart, Robert J. Brivio, Jr.,
 Anthony A. Yoseloff, Eric P. Epstein and Avram Z.
 Friedman (collectively, the "Principals"), who are the
 general partners of CO and MHD, the sole managing
 members of DKIA and DKG and the sole stockholders of
 DKAI. Messrs. Thomas L. Kempner, Jr. and Timothy I.
 Levart are Executive Managing Member and Deputy
 Executive Managing Member, respectively, of DKS. Each
 of Messrs. Kempner and Levart, together with Messrs.
 Marvin H. Davidson, Stephen M. Dowicz, Scott E.
 Davidson, Michael J. Leffell, Robert J. Brivio, Jr.,
 Anthony A. Yoseloff, Eric P. Epstein and Avram Z.
 Friedman are limited partners of DKMP.

ITEM 2(b). ADDRESS OF PRINCIPAL BUSINESS OFFICE:

The address of the principal business office of each of the Reporting Persons is c/o Davidson Kempner Partners, 65 East 55th Street, 19th Floor, New York, New York 10022.

ITEM 2(c). CITIZENSHIP:

- (i) DKP a New York limited partnership
- (ii) DKIP a Delaware limited partnership
- (iii) CO a New York limited partnership
- (iv) DKIL a British Virgin Islands corporation
- (v) Serena a Cayman Islands corporation
- (vi) DKHF a Delaware limited partnership
- (vii) DKHI a Cayman Islands corporation
- (viii) MHD a New York limited partnership

DKAI - a New York corporation

(ix)

DKIA - a Delaware limited liability company (x) (xi) DKG - a Delaware limited liability company (xii) DKMP - a Delaware limited partnership (xiii) DKS - a Delaware limited liability company Thomas L. Kempner, Jr. - United States (xiv) Schedule 13G/A CUSIP No. 921659108 PAGE 27 OF 42 (xv) Marvin H. Davidson - United States Stephen M. Dowicz - United States (xvi) (xvii) Scott E. Davidson -United States (xviii) Michael J. Leffell - United States (xix) Timothy I. Levart - United Kingdom & United States Robert J. Brivio, Jr. - United States (xx) (xxi) Eric P. Epstein - United States (xxii) Anthony A. Yoseloff - United States (xxiii) Avram Z. Friedman - United States ITEM 2(d). TITLE OF CLASS OF SECURITIES: COMMON STOCK, PAR VALUE \$0.001 PER SHARE ITEM 2(e). CUSIP NUMBER: 921659108 ITEM 3. IF THIS STATEMENT IS FILED PURSUANT TO 13d-1(b) OR 13d-2(b) OR (c), CHECK WHETHER THE PERSON FILING IS A: (a) [] Broker or dealer registered under Section 15 of the Act; (b) [] Bank as defined in Section 3(a)(6) of the Act; (c) [] Insurance Company as defined in Section 3(a)(19) of the Act; (d) [] Investment Company registered under Section 8 of the Investment Company Act of 1940; (e) [] Investment Adviser registered under Section 203 of

the Investment Advisers Act of 1940: see Rule 13d-1(b)(1)(ii)(E);

- (f) [] Employee Benefit Plan, Pension Fund which is subject to the provisions of the Employee Retirement Income Security Act of 1974 or Endowment Fund; see Rule 13d-1(b)(1)(ii)(F);
- (g) [] Parent Holding Company, in accordance with Rule 13d-1(b)(ii)(G);
- (h) [] Savings Associations as defined in Section 3(b) of the Federal Deposit Insurance Act;

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- (i) [] Church Plan that is excluded from the definition of an investment company under Section 3(c)(14) of the Investment Company Act of 1940;
- (j) [] Group, in accordance with Rule 13d-1 (b) (1) (ii) (J).

ITEM 4. OWNERSHIP.

The Principals may be deemed to beneficially own an aggregate of 1,701,539 shares as a result of their voting and dispositive power over the 1,701,539 shares beneficially owned by DKP, DKIP, DKIL, Serena, CO, DKHF and DKHT.

DKIA may be deemed to beneficially own the 265,435 shares beneficially owned by DKIL and the 6,636 shares beneficially owned by Serena as a result of its voting and dispositive power over those shares. DKAI may be deemed to beneficially own the 166,291 shares beneficially owned by DKIP as a result of its voting and dispositive power over those shares. MHD may be deemed to beneficially own the 101,580 shares beneficially owned by DKP as a result of its voting and dispositive power over those shares. DKG may be deemed to beneficially own the 605,963 shares beneficially owned by DKHF as a result of its voting and dispositive power over those shares. DKMP and DKS may be deemed to beneficially own the 544,277 shares beneficially owned by DKHI as a result of their voting and dispositive power over those shares.

A. DKP

- (a) Amount beneficially owned: 101,580
- (b) Percent of class: 0.5%
- (c) Number of shares as to which such person has:
 - (i) sole power to vote or to direct the vote: 0
 - (ii) shared power to vote or to direct the vote: 101,580
 - (iii) sole power to dispose or to direct the disposition: 0
 - (iv) shared power to dispose or to direct the disposition:

101,580

B. DKIP

- (a) Amount beneficially owned: 166,291
- (b) Percent of class: 0.8%
- (c) Number of shares as to which such person has:
 - (i) sole power to vote or to direct the vote: 0
 - (ii) shared power to vote or to direct the vote: 166,291

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- (iii) sole power to dispose or to direct the disposition: 0
- (iv) shared power to dispose or to direct the disposition: 166,291

C. CO

- (a) Amount beneficially owned: 11,357
- (b) Percent of class: 0.1%
- (c) Number of shares as to which such person has:
 - (i) sole power to vote or to direct the vote: 0
 - (ii) shared power to vote or to direct the vote: 11,357
 - (iii) sole power to dispose or to direct the disposition: 0
 - (iv) shared power to dispose or to direct the disposition: 11,357

D. DKIL

- (a) Amount beneficially owned: 265,435
- (b) Percent of class: 1.2%
- (c) Number of shares as to which such person has:
 - (i) sole power to vote or to direct the vote: 0
 - (ii) shared power to vote or to direct the vote: 265,435
 - (iii) sole power to dispose or to direct the disposition: 0
 - (iv) shared power to dispose or to direct the disposition: 265,435

E. Serena

- (a) Amount beneficially owned: 6,636
- (b) Percent of class: 0.0%
- (c) Number of shares as to which such person has:
 - (i) sole power to vote or to direct the vote: 0
 - (ii) shared power to vote or to direct the vote: 6,636
 - (iii) sole power to dispose or to direct the disposition: 0
 - (iv) shared power to dispose or to direct the disposition: 6,636

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F. DKHF

- (a) Amount beneficially owned: 605,963
- (b) Percent of class: 2.8%
- (c) Number of shares as to which such person has:
 - (i) sole power to vote or to direct the vote: 0
 - (ii) shared power to vote or to direct the vote: 605,963
 - (iii) sole power to dispose or to direct the disposition: 0
 - (iv) shared power to dispose or to direct the disposition: 605,963

G. DKHI

- (a) Amount beneficially owned: 544,277
- (b) Percent of class: 2.5%
- (c) Number of shares as to which such person has:
 - (i) sole power to vote or to direct the vote: 0
 - (ii) shared power to vote or to direct the vote: 544,277
 - (iii) sole power to dispose or to direct the disposition: 0
 - (iv) shared power to dispose or to direct the disposition: 544,277

H. MHD

- (a) Amount beneficially owned: 101,580
- (b) Percent of class: 0.5%

- (c) Number of shares as to which such person has:
 - (i) sole power to vote or to direct the vote: 0
 - (ii) shared power to vote or to direct the vote: 101,580
 - (iii) sole power to dispose or to direct the disposition: 0
 - (iv) shared power to dispose or to direct the disposition: 101,580

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I. DKAI

- (a) Amount beneficially owned: 166,291
- (b) Percent of class: 0.8%
- (c) Number of shares as to which such person has:
 - (i) sole power to vote or to direct the vote: 0
 - (ii) shared power to vote or to direct the vote: 166,291
 - (iii) sole power to dispose or to direct the disposition: 0
 - (iv) shared power to dispose or to direct the disposition: 166,291

J. DKIA

- (a) Amount beneficially owned: 272,071
- (b) Percent of class: 1.2%
- (c) Number of shares as to which such person has:
 - (i) sole power to vote or to direct the vote: 0
 - (ii) shared power to vote or to direct the vote: 272,071
 - (iii) sole power to dispose or to direct the disposition: 0
 - (iv) shared power to dispose or to direct the disposition: 272,071

K. DKG

- (a) Amount beneficially owned: 605,963
- (b) Percent of class: 2.8%
- (c) Number of shares as to which such person has:

- (i) sole power to vote or to direct the vote: 0
- (ii) shared power to vote or to direct the vote: 605,963
- (iii) sole power to dispose or to direct the disposition: 0
- (iv) shared power to dispose or to direct the disposition: 605,963

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L. DKMP

- (a) Amount beneficially owned: 544,277
- (b) Percent of class: 2.5%
- (c) Number of shares as to which such person has:
 - (i) sole power to vote or to direct the vote: 0
 - (ii) shared power to vote or to direct the vote: 544,277
 - (iii) sole power to dispose or to direct the disposition: 0
 - (iv) shared power to dispose or to direct the disposition: 544,277

M. DKS

- (a) Amount beneficially owned: 544,277
- (b) Percent of class: 2.5%
- (c) Number of shares as to which such person has:
 - (i) sole power to vote or to direct the vote: 0
 - (ii) shared power to vote or to direct the vote: 544,277
 - (iii) sole power to dispose or to direct the disposition: 0
 - (iv) shared power to dispose or to direct the disposition: 544,277
- N. Thomas L. Kempner, Jr.
 - (a) Amount beneficially owned: 1,701,539
 - (b) Percent of class: 7.8%
 - (c) Number of shares as to which such person has:
 - (i) sole power to vote or to direct the vote: 0
 - (ii) shared power to vote or to direct the vote: 1,701,539

- (iii) sole power to dispose or to direct the disposition: 0
- (iv) shared power to dispose or to direct the disposition: 1,701,539

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- O. Marvin H. Davidson
 - (a) Amount beneficially owned: 1,701,539
 - (b) Percent of class: 7.8%
 - (c) Number of shares as to which such person has:
 - (i) sole power to vote or to direct the vote: 0
 - (ii) shared power to vote or to direct the vote: 1,701,539
 - (iii) sole power to dispose or to direct the disposition: 0
 - (iv) shared power to dispose or to direct the disposition: 1,701,539
- P. Stephen M. Dowicz
 - (a) Amount beneficially owned: 1,701,539
 - (b) Percent of class: 7.8%
 - (c) Number of shares as to which such person has:
 - (i) sole power to vote or to direct the vote: 0
 - (ii) shared power to vote or to direct the vote: 1,701,539
 - (iii) sole power to dispose or to direct the disposition: 0
 - (iv) shared power to dispose or to direct the disposition: 1,701,539
- Q. Scott E. Davidson
 - (a) Amount beneficially owned: 1,701,539
 - (b) Percent of class: 7.8%
 - (c) Number of shares as to which such person has:
 - (i) sole power to vote or to direct the vote: 0
 - (ii) shared power to vote or to direct the vote: 1,701,539
 - (iii) sole power to dispose or to direct the disposition: 0

(iv) shared power to dispose or to direct the disposition: 1,701,539

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R. Michael J. Leffell

- (a) Amount beneficially owned. 1,701,539
- (b) Percent of class: 7.8%
- (c) Number of shares as to which such person has:
 - (i) sole power to vote or to direct the vote: 0
 - (ii) shared power to vote or to direct the vote: 1,701,539
 - (iii) sole power to dispose or to direct the disposition: 0
 - (iv) shared power to dispose or to direct the disposition: 1,701,539

S. Timothy I. Levart

- (a) Amount beneficially owned: 1,701,539
- (b) Percent of class: 7.8%
- (c) Number of shares as to which such person has:
 - (i) sole power to vote or to direct the vote: 0
 - (ii) shared power to vote or to direct the vote: 1,701,539
 - (iii) sole power to dispose or to direct the disposition: 0
 - (iv) shared power to dispose or to direct the disposition: 1,701,539

T. Robert J. Brivio, Jr.

- (a) Amount beneficially owned: 1,701,539
- (b) Percent of class: 7.8%
- (c) Number of shares as to which such person has:
 - (i) sole power to vote or to direct the vote: 0
 - (ii) shared power to vote or to direct the vote: 1,701,539
 - (iii) sole power to dispose or to direct the disposition: 0
 - (iv) shared power to dispose or to direct the disposition: 1,701,539

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U. Eric P. Epstein

- (a) Amount beneficially owned: 1,701,539
- (b) Percent of class: 7.8%
- (c) Number of shares as to which such person has:
 - (i) sole power to vote or to direct the vote: 0
 - (ii) shared power to vote or to direct the vote: 1,701,539
 - (iii) sole power to dispose or to direct the disposition: 0
 - (iv) shared power to dispose or to direct the disposition: 1,701,539

V. Anthony A. Yoseloff

- (a) Amount beneficially owned: 1,701,539
- (b) Percent of class: 7.8%
- (c) Number of shares as to which such person has:
 - (i) sole power to vote or to direct the vote: 0
 - (ii) shared power to vote or to direct the vote: 1,701,539
 - (iii) sole power to dispose or to direct the disposition: 0
 - (iv) shared power to dispose or to direct the disposition: 1,701,539

W. Avram Z. Friedman

- (a) Amount beneficially owned: 1,701,539
- (b) Percent of class: 7.8%
- (c) Number of shares as to which such person has:
 - (i) sole power to vote or to direct the vote: 0
 - (ii) shared power to vote or to direct the vote: 1,701,539
 - (iii) sole power to dispose or to direct the disposition: 0
 - (iv) shared power to dispose or to direct the disposition: 1,701,539

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ITEM 5. OWNERSHIP OF FIVE PERCENT OR LESS OF A CLASS.

Not applicable.

ITEM 6. OWNERSHIP OF MORE THAN FIVE PERCENT ON BEHALF OF ANOTHER PERSON.

The partners, members or stockholders of each of the Reporting Persons, including the Principals, have the right to participate in the receipt of dividends from, or proceeds from the sale of, the securities held for the account of such Reporting Person in accordance with their ownership interests in such Reporting Person. The Reporting Persons disclaim all beneficial ownership as affiliates of a registered investment adviser, and, in any case, disclaim beneficial ownership except as to the extent of their pecuniary interest in the shares. The Reporting Persons have elected to file Schedule 13G although such filing may not be required under the Act.

ITEM 7. IDENTIFICATION AND CLASSIFICATION OF THE SUBSIDIARY WHICH ACQUIRED THE SECURITY BEING REPORTED ON BY THE PARENT HOLDING COMPANY.

Not applicable.

ITEM 8. IDENTIFICATION AND CLASSIFICATION OF MEMBERS OF THE GROUP.

See Item 4.

ITEM 9. NOTICE OF DISSOLUTION OF GROUP.

Not applicable.

ITEM 10. CERTIFICATION. (if filing pursuant to Rule 13d-1(c))

Each of the Reporting Persons hereby makes the following certification:

By signing below we certify that, to the best of our knowledge and belief, the securities referred to above were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

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SIGNATURES

After reasonable inquiry and to the best of our knowledge and belief, the undersigned certify that the information set forth in this statement is true, complete and correct.

DATED: February 14, 2007 DAVIDSON KEMPNER PARTNERS

By: MHD Management Co., its General Partner

```
/s/ Thomas L. Kempner, Jr.
_____
Name: Thomas L. Kempner, Jr.
Title: Managing Partner
DAVIDSON KEMPNER INSTITUTIONAL PARTNERS, L.P.
By: Davidson Kempner Advisers Inc.,
its General Partner
/s/ Thomas L. Kempner, Jr.
______
Name: Thomas L. Kempner, Jr.
Title: President
M.H. DAVIDSON & CO.
/s/ Thomas L. Kempner, Jr.
Name: Thomas L. Kempner, Jr.
Title: Managing Partner
DAVIDSON KEMPNER INTERNATIONAL, LTD.
By: Davidson Kempner International Advisors,
L.L.C.,
its Investment Manager
/s/ Thomas L. Kempner, Jr.
_____
Name: Thomas L. Kempner, Jr.
Title: Executive Managing Member
SERENA LIMITED
By: Davidson Kempner International Advisors,
L.L.C.,
its Investment Manager
/s/ Thomas L. Kempner, Jr.
_____
Name: Thomas L. Kempner, Jr.
Title: Executive Managing Member
                             PAGE 38 OF 42
DAVIDSON KEMPNER HEALTHCARE FUND LP
By: DK Group LLC,
its General Partner
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Schedule 13G/A CUSIP No. 921659108

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By: DK Group LLC,
its General Partner

/s/ Thomas L. Kempner, Jr.

Name: Thomas L. Kempner, Jr.
Title: Executive Managing Member

DAVIDSON KEMPNER HEALTHCARE INTERNATIONAL LTD.
By: DK Management Partners LP,
its Investment Manager
```

By: DK Stillwater GP LLC, its general partner /s/ Thomas L. Kempner, Jr. ______ Name: Thomas L. Kempner, Jr. Title: Executive Managing Member MHD MANAGEMENT CO. /s/ Thomas L. Kempner, Jr. Name: Thomas L. Kempner, Jr. Title: Managing Partner DAVIDSON KEMPNER ADVISERS INC. /s/ Thomas L. Kempner, Jr. Name: Thomas L. Kempner, Jr. Title: President DAVIDSON KEMPNER INTERNATIONAL ADVISORS, L.L.C. /s/ Thomas L. Kempner, Jr. ______ Name: Thomas L. Kempner, Jr. Title: Executive Managing Member DK GROUP LLC /s/ Thomas L. Kempner, Jr. Name: Thomas L. Kempner, Jr. Title: Executive Managing Member PAGE 39 OF 42 DK MANAGEMENT PARTNERS LP By: DK Stillwater GP LLC, its general partner /s/ Thomas L. Kempner, Jr. ______ Name: Thomas L. Kempner, Jr. Title: Executive Managing Member DK STILLWATER GP LLC /s/ Thomas L. Kempner, Jr. Name: Thomas L. Kempner, Jr. Title: Executive Managing Member /s/ Thomas L. Kempner, Jr. _____ Thomas L. Kempner, Jr.

Schedule 13G/A CUSIP No. 921659108

/s/ Marvin H. Davidson _____ Marvin H. Davidson /s/ Stephen M. Dowicz _____

Stephen M. Dowicz

/s/ Scott E. Davidson

Scott E. Davidson

/s/ Michael J. Leffell _____

Michael J. Leffell

/s/ Timothy I. Levart

Timothy I. Levart

/s/ Robert J. Brivio, Jr.

Robert J. Brivio, Jr.

/s/ Eric P. Epstein

Eric P. Epstein

/s/ Anthony A. Yoseloff _____

Anthony A. Yoseloff

/s/ Avram Z. Friedman

Avram Z. Friedman

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EXHIBIT 1

JOINT ACQUISITION STATEMENT

PURSUANT TO RULE 13d-1(k)

The undersigned acknowledge and agree that the foregoing statement on Schedule 13G is filed on behalf of each of the undersigned and that all subsequent amendments to this statement on Schedule 13G, shall be filed on behalf of each of the undersigned without the necessity of filing additional joint acquisition statements. The undersigned acknowledge that each shall be responsible for the timely filing of such amendments, and for the completeness and accuracy of the information concerning him or it contained therein, but shall not be responsible for the completeness and accuracy of the information concerning the others, except to the extent that he or it knows or has reason to believe that such information is inaccurate.

DATED: February 14, 2007

DAVIDSON KEMPNER PARTNERS By: MHD Management Co.,

its General Partner /s/ Thomas L. Kempner, Jr. _____ Name: Thomas L. Kempner, Jr. Title: Managing Partner DAVIDSON KEMPNER INSTITUTIONAL PARTNERS, L.P. By: Davidson Kempner Advisers Inc., its General Partner /s/ Thomas L. Kempner, Jr. Name: Thomas L. Kempner, Jr. Title: President M.H. DAVIDSON & CO. /s/ Thomas L. Kempner, Jr. Name: Thomas L. Kempner, Jr. Title: Managing Partner DAVIDSON KEMPNER INTERNATIONAL, LTD. By: Davidson Kempner International Advisors, L.L.C., its Investment Manager /s/ Thomas L. Kempner, Jr. _____ Name: Thomas L. Kempner, Jr. Title: Executive Managing Member PAGE 41 OF 42

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SERENA LIMITED By: Davidson Kempner International Advisors, L.L.C., its Investment Manager /s/ Thomas L. Kempner, Jr. ______ Name: Thomas L. Kempner, Jr. Title: Executive Managing Member DAVIDSON KEMPNER HEALTHCARE FUND LP By: DK Group LLC, its General Partner /s/ Thomas L. Kempner, Jr. Name: Thomas L. Kempner, Jr. Title: Executive Managing Member DAVIDSON KEMPNER HEALTHCARE INTERNATIONAL LTD. By: DK Management Partners LP,

its Investment Manager By: DK Stillwater GP LLC, its general partner /s/ Thomas L. Kempner, Jr. ______ Name: Thomas L. Kempner, Jr. Title: Executive Managing Member MHD MANAGEMENT CO. /s/ Thomas L. Kempner, Jr. Name: Thomas L. Kempner, Jr. Title: Managing Partner DAVIDSON KEMPNER ADVISERS INC. /s/ THOMAS L. KEMPNER, JR. Name: Thomas L. Kempner, Jr. Title: President DAVIDSON KEMPNER INTERNATIONAL ADVISORS, L.L.C. /s/ THOMAS L. KEMPNER, JR. ______ Name: Thomas L. Kempner, Jr. Title: Executive Managing Member PAGE 42 OF 42 DK GROUP LLC /s/ Thomas L. Kempner, Jr. ._____ Name: Thomas L. Kempner, Jr. Title: Executive Managing Member DK MANAGEMENT PARTNERS LP By: DK Stillwater GP LLC, its general partner /s/ Thomas L. Kempner, Jr. _____ Name: Thomas L. Kempner, Jr. Title: Executive Managing Member DK STILLWATER GP LLC /s/ Thomas L. Kempner, Jr. ._____ Name: Thomas L. Kempner, Jr. Title: Executive Managing Member /s/ Thomas L. Kempner, Jr. _____

Thomas L. Kempner, Jr.

Schedule 13G/A CUSIP No. 921659108

/s/ Marvin H. Davidson
Marvin H. Davidson
/s/ Stephen M. Dowicz
Stephen M. Dowicz
/s/ Scott E. Davidson
Scott E. Davidson
/s/ Michael J. Leffell
Michael J. Leffell
/s/ Timothy I. Levart
Timothy I. Levart
/s/ Robert J. Brivio, Jr.
Robert J. Brivio, Jr.
/s/ Eric P. Epstein
Eric P. Epstein
/s/ Anthony A. Yoseloff
Anthony A. Yoseloff
/s/ Avram Z. Friedman
Avram Z. Friedman