ATHEROGENICS INC

Form 4/A July 03, 2006

FORM 4

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

Check this box if no longer

subject to Section 16. Form 4 or Form 5

obligations may continue.

See Instruction

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(b).

OMB APPROVAL

OMB Number:

3235-0287

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January 31, 2005

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response...

0.5

1. Name and Address of Reporting Person * BRYSON VAUGHN D	2. Issuer Name and Ticker or Trading Symbol ATHEROGENICS INC [AGIX]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
(Last) (First) (Middle)	3. Date of Earliest Transaction	(enech all application)			
8995 WESTSIDE PARKWAY	(Month/Day/Year) 06/29/2006	X_ Director 10% Owner Officer (give title below) Other (specify below)			
(Street)	4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Check			
ALDIJADETTA CA 20004	Filed(Month/Day/Year) 07/03/2006	Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting			
ALPHARETTA, GA 30004		Person			

(City)	(State)	(Zip)	Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1.Title of Security	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if	3. Transactio	4. Securit		equired (A)	5. Amount of Securities	6. Ownership	7. Nature of Indirect
(Instr. 3)	(Month Day, Tear)	any (Month/Day/Year)	Code (Instr. 8)	(Instr. 3, 4		` ′	Beneficially Owned	Form: Direct (D)	Beneficial Ownership
		(Month Day Tear)	(Instr. 0)				Following Reported	or Indirect (I)	(Instr. 4)
					(A) or		Transaction(s) (Instr. 3 and 4)	(Instr. 4)	
Common			Code V	Amount	(D)	Price	(IIIstr. 3 and 4)		
Common stock	06/29/2006		P	22,868	A	\$ 12.9727	152,700	D	
Common stock	06/30/2006		P	17,132	A	\$ 13.0629	169,832	D	

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

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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

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	2.	3. Transaction Date		4.	5.	6. Date Exerc		7. Titl		8. Price of	9. Nu
Derivative Security (Instr. 3)	Conversion or Exercise Price of Derivative Security	(Month/Day/Year)	Execution Date, if any (Month/Day/Year)	Transact Code (Instr. 8)	orNumber of Derivativ Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	:		Amou Under Securi (Instr.	lying	Derivative Security (Instr. 5)	Deriv Secur Bene Own Follo Repo Trans (Instr
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
BRYSON VAUGHN D							
8995 WESTSIDE PARKWAY	X						
ALPHARETTA, GA 30004							

Signatures

/s/CHARLES A. DEIGNAN, ATTORNEY-IN-FACT 07/03/2006

**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).

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.

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