

PATHEON INC  
Form 8-K  
February 04, 2013

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**

WASHINGTON, D.C. 20549

**FORM 8-K**

**CURRENT REPORT**

Pursuant to Section 13 or 15(d) of  
the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): January 29, 2013

**PATHEON INC.**

(Exact name of registrant as specified in its charter)

Canada  
(State or other jurisdiction  
of incorporation)

000-54283  
(Commission  
File Number)

Not Applicable  
(IRS Employer  
Identification No.)

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**c/o Patheon Pharmaceuticals Services Inc.**

**4721 Emperor Boulevard, Suite 200**

**Durham, NC**

**(Address of principal executive offices)**

**Registrant's telephone number, including area code: (919) 226-3200**

**27703**

**(Zip Code)**

**Not Applicable**

**(Former name or former address, if changed since last report.)**

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- ..  Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- ..  Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- ..  Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- ..  Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

**Item 5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.**

In connection with the previously announced promotion of Geoffrey M. Glass to the position of President, Product and Technology Commercialization, on January 29, 2013 (the Effective Date ), Patheon Pharmaceuticals Services Inc. (the Company ), a subsidiary of Patheon Inc. ( Patheon ), entered into an amendment (the Amendment ) to that certain Employment Agreement dated as of March 17, 2009, between the Company and Mr. Glass, which provides, among other things, as follows:

Mr. Glass's annual base salary is increased to \$400,000.

Subject to approval by Patheon's board of directors, Mr. Glass will be granted 20,000 additional stock options, which will vest in equal installments on each of the first five anniversaries of the Effective Date, provided Mr. Glass continues to be employed with the Company.

The definition of Change in Control is replaced for clarification of scope.

The foregoing summary of the Amendment is qualified in its entirety by reference to the full text of the Amendment, a copy of which is attached as Exhibit 10.1 to this Current Report on Form 8-K, and is incorporated herein by reference.

**Item 9.01 Financial Statements and Exhibits**  
**(d) Exhibits.**

See the Exhibit Index attached hereto.

**SIGNATURE**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Date: February 4, 2013

**PATHEON INC.**

By: /s/ Stuart Grant  
Stuart Grant  
Executive Vice President, Chief Financial Officer

**EXHIBIT INDEX**

| <b>Exhibit<br/>No.</b> | <b>Description of Document</b>  |
|------------------------|---|
| 10.1                   | Amendment, dated January 29, 2013, to Employment Agreement between Patheon Pharmaceuticals Services Inc. and Geoffrey M. Glass. |