

ENDO PHARMACEUTICALS HOLDINGS INC

Form 8-K

March 11, 2005

**Table of Contents**

**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): March 11, 2005 (March 9, 2005)

Endo Pharmaceuticals Holdings Inc.

(Exact name of registrant as specified in its charter)

|   |                             |   |
|---|-----------------------------|---|
| Delaware  | 001-15989                   | 13-4022871                              |
| (State or other jurisdiction<br>of incorporation)     | (Commission<br>File Number) | (I.R.S. Employer<br>Identification No.) |
| 100 Endo Boulevard, Chadds Ford,<br>PA                |                             | 19317                                   |
| (Address of principal executive<br>offices)           |                             | (Zip Code)                              |
| Registrant's telephone number,<br>including area code |                             | (610) 558-9800                          |

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))



**TABLE OF CONTENTS**

Item 5.02. Departure of Directors or Principal Officers; Election of Directors; Appointment of Principal Officers.

Item 9.01. Financial Statements and Exhibits.

SIGNATURES

EX-99.1: PRESS RELEASE

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**Table of Contents**

**Item 5.02. Departure of Directors or Principal Officers; Election of Directors; Appointment of Principal Officers.**

On March 9, 2005, the Registrant announced that Peter A. Lankau, the current president and chief operating officer of Endo, has been appointed president and chief executive officer by its Board of Directors, effective May 20, 2005, the day following the Annual Meeting of Endo Stockholders. Carol A. Ammon, Endo's current chief executive officer, will continue to serve Endo as Chairman of the Board of Directors. In addition, Endo's Board of Directors has appointed Lankau to the Endo Board of Directors, effective immediately. This appointment expands the number of directors to 11. A copy of the press release is filed herewith as Exhibit 99.1 and is incorporated herein by reference.

**Item 9.01. Financial Statements and Exhibits.**

(a) *Financial Statements of Business Acquired.*

Not applicable.

(b) *Pro Forma Financial Information.*

Not applicable.

(c) *Exhibits.*

| Exhibit<br>Number | Description  |
|-------------------|--|
| 99.1              | Press Release of Endo Pharmaceuticals Holdings Inc. dated March 9, 2005. |

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**Table of Contents**

**SIGNATURES**

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.

ENDO PHARMACEUTICALS HOLDINGS INC.  
(Registrant)

By: /s/ Carol A. Ammon

Name: Carol A. Ammon  
Title: Chairman & Chief Executive Officer

Dated: March 11, 2005

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**Table of Contents**

INDEX TO EXHIBITS

| Exhibit No. | Description  |
|-------------|--|
| 99.1        | Press Release of Endo Pharmaceuticals Holdings Inc. dated March 9, 2005. |