

INDEVUS PHARMACEUTICALS INC  
Form 8-K  
June 30, 2006

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

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**FORM 8-K**

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**CURRENT REPORT**

**Pursuant to Section 13 OR 15(d) of**  
**The Securities Exchange Act of 1934**

Date of Report (Date of earliest event reported): June 28, 2006

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**Indevus Pharmaceuticals, Inc.**

(Exact name of registrant as specified in its charter)

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**Delaware**  
(State or other jurisdiction  
of incorporation)

**000-18728**  
(Commission File Number)

**04-3047911**  
(IRS Employer

Identification Number)

**33 Hayden Avenue**

**Lexington, Ma 02421-7966**

(Address of principal executive offices)

Registrant's telephone number, including area code: (781-861-8444)

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

## Edgar Filing: INDEVUS PHARMACEUTICALS INC - Form 8-K

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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))
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**Section 8 - Other Events**

**Item 8.01 Other Events.**

On June 28, 2006, Indevus Pharmaceuticals, Inc. (the Company) entered into an underwriting agreement (the Underwriting Agreement) with UBS Securities LLC, as representative of the several underwriters named therein (collectively, the Underwriters), related to a public offering of 7,000,000 shares of common stock, par value \$0.001 per share, of the Company (the common stock). The underwriters have agreed to purchase the shares from the Company pursuant to the Underwriting Agreement at a price of \$4.371 per share. Under the terms of the Underwriting Agreement, the Company has granted the Underwriters an option, exercisable for 30 days, to purchase up to an additional 1,050,000 shares of common stock to cover over-allotments, if any. The offering is being made pursuant to the Company's effective shelf registration statement on Form S-3 (Registration No. 333-130741) previously filed with the Securities and Exchange Commission. The form of Underwriting Agreement is filed as Exhibit 1.1 to this Report, and the description of the material terms of the Underwriting Agreement is qualified in its entirety by reference to such exhibit. Copies of the final prospectus supplement and accompanying base prospectus can be obtained from UBS Investment Bank, Prospectus Department, 299 Park Avenue, New York, New York 10171.

The Company's press release announcing the pricing of the public offering is filed as Exhibit 99.1 and is incorporated by reference herein.

**Section 9 - Financial Statements and Exhibits**

**Item 9.01 Financial Statements and Exhibits.**

(d) Exhibits

| <b>Exhibit No.</b> | <b>Document Description</b>                                                                                                              |
|--------------------|------------------------------------------------------------------------------------------------------------------------------------------|
| 1.1                | Form of Underwriting Agreement, dated June 28, 2006;                                                                                     |
| 99.1               | Press Release entitled Indevus Pharmaceuticals Announces Pricing of Underwritten Public Offering of Common Stock issued on June 28, 2006 |

This filing may contain forward-looking statements that involve risks and uncertainties that could cause the Company's actual results and financial condition to differ materially from those anticipated by the forward-looking statements. These risks and uncertainties are set forth in the Company's filings under the Securities Act of 1933 and the Securities Exchange Act of 1934 under Risk Factors and elsewhere, and include, but are not limited to: These factors include, but are not limited to: dependence on the success of SANCTURA® and SANCTURA XR; the early stage of products under development; uncertainties relating to clinical trials, regulatory approval and commercialization of our products, particularly SANCTURA, SANCTURA XR and NEBIDO®; risks associated with contractual agreements, particularly for the manufacture and co-promotion of SANCTURA and SANCTURA XR; dependence on third parties for manufacturing, marketing and clinical trials; competition; need for additional funds and corporate partners, including for the development of our products; failure to acquire and develop additional product candidates; history of operating losses and expectation of future losses; product liability and insurance uncertainties; risks relating to the Redux-related litigation; our reliance on intellectual property and having limited patents and proprietary rights; dependence on market exclusivity; valuation of our Common Stock; risks related to repayment of debts; risks related to increased leverage; and other risks.

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.

INDEVUS PHARMACEUTICALS, INC.

Dated: June 29, 2006

By: /s/ Dale Ritter  
Dale Ritter

Senior Vice President, Finance and Principal Accounting  
Officer