

MUNDKUR CHRISTINE

Form 4

December 29, 2008

**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*  
1(b).

**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

## OMB APPROVAL

OMB  
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response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
MUNDKUR CHRISTINE

2. Issuer Name **and** Ticker or Trading  
Symbol

BARR PHARMACEUTICALS INC  
[BRL]

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

(Last) (First) (Middle)

BARR PHARMACEUTICALS,  
INC., 225 SUMMIT AVENUE

(Street)

3. Date of Earliest Transaction  
(Month/Day/Year)  
12/23/2008

\_\_\_\_ Director \_\_\_\_ 10% Owner  
\_X\_ Officer (give title \_\_\_\_ Other (specify  
below) below)

Chief Executive Officer

MONTVALE, NJ 07645

4. If Amendment, Date Original  
Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check  
Applicable Line)  
\_X\_ Form filed by One Reporting Person  
\_\_\_\_ Form filed by More than One Reporting  
Person

(City) (State) (Zip)

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock	12/23/2008		D		5,406	D	<u>11</u> 0

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

**Persons who respond to the collection of  
information contained in this form are not  
required to respond unless the form  
displays a currently valid OMB control  
number.**

SEC 1474  
(9-02)

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

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1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount Underlying Security (Instr. 3 and 4)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Options	\$ 26.58	12/23/2008		D		42,721		<u>(2)</u>	08/07/2012	Common Stock	42,721
Stock Options	\$ 43.34	12/23/2008		D		42,690		<u>(2)</u>	07/30/2013	Common Stock	42,690
Stock Options	\$ 35.01	12/23/2008		D		27,144		<u>(2)</u>	08/04/2014	Common Stock	27,144
Stock Appreciation Rights	\$ 46.99	12/23/2008		D		27,872		<u>(2)</u>	07/27/2015	Common Stock	27,872
Stock Appreciation Rights	\$ 48.8	12/23/2008		D		30,000	11/11/2008	07/26/2016		Common Stock	30,000
Stock Appreciation Rights	\$ 49.49	12/23/2008		D		15,000	11/11/2008	03/07/2017		Common Stock	15,000
Stock Appreciation Rights	\$ 55.81	12/23/2008		D		30,000	11/11/2008	08/09/2017		Common Stock	30,000
Stock Appreciation Rights	\$ 49.22	12/23/2008		D		75,000	11/11/2008	03/04/2018		Common Stock	75,000

## Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
MUNDKUR CHRISTINE BARR PHARMACEUTICALS, INC. 225 SUMMIT AVENUE MONTVALE, NJ 07645	Chief Executive Officer

## Signatures

/s/ William T. McKee as Attorney-in-Fact for Christine  
Mundkur

12/29/2008

\_\_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).
- (1) Disposed of pursuant to a merger agreement between Issuer and Teva Pharmaceutical Industries Ltd. in exchange for 3391 shares of Teva Common Stock having a market value of \$41.82 per share on the effective date of the merger and cash in the amount of \$215,738.25.
- (2) Option vested equally over a 3 year period from grant date
- (3) These options were cancelled pursuant to the merger agreement between the Issuer and Teva in exchange for the aggregate cash payment of \$1,705,422.32, which represents the difference between the \$66.50 per share price specified in the merger agreement and the option price of \$26.58 per share.
- (4) These options were cancelled pursuant to the merger agreement between the Issuer and Teva in exchange for the aggregate cash payment of \$988,700.40, which represents the difference between the \$66.50 per share price specified in the merger agreement and the option price of \$43.34 per share.
- (5) These options were cancelled pursuant to the merger agreement between the Issuer and Teva in exchange for the aggregate cash payment of \$854,764.56, which represents the difference between the \$66.50 per share price specified in the merger agreement and the option price of \$35.01 per share.
- (6) These options were cancelled pursuant to the merger agreement between the Issuer and Teva in exchange for the aggregate cash payment of \$543,782.72, which represents the difference between the \$66.50 per share price specified in the merger agreement and the option price of \$46.99 per share.
- (7) These options were cancelled pursuant to the merger agreement between the Issuer and Teva in exchange for the aggregate cash payment of \$531,000, which represents the difference between the \$66.50 per share price specified in the merger agreement and the option price of \$48.80 per share.
- (8) These options were cancelled pursuant to the merger agreement between the Issuer and Teva in exchange for the aggregate cash payment of \$255,155, which represents the difference between the \$66.50 per share price specified in the merger agreement and the option price of \$49.49 per share.
- (9) These options were cancelled pursuant to the merger agreement between the Issuer and Teva in exchange for the aggregate cash payment of \$320,700, which represents the difference between the \$66.50 per share price specified in the merger agreement and the option price of \$55.81 per share.
- (10) These options were cancelled pursuant to the merger agreement between the Issuer and Teva in exchange for the aggregate cash payment of \$1,296,000, which represents the difference between the \$66.50 per share price specified in the merger agreement and the option price of \$49.22 per share.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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