

LIGAND PHARMACEUTICALS INC  
Form 8-K/A  
February 25, 2009

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**  
**WASHINGTON, DC 20549**

**FORM 8-K/A**  
**(Amendment No. 1)**

**CURRENT REPORT**

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

Date of Report (Date of earliest event reported): December 20, 2008

**LIGAND PHARMACEUTICALS INCORPORATED**

(Exact Name of Registrant as Specified in Its Charter)

<b>Delaware</b> (State or Other Jurisdiction)	<b>001-33093</b> (Commission)	<b>77-0160744</b> (I.R.S. Employer
of Incorporation or Organization)	File Number)	Identification No.)
<b>10275 Science Center Drive, San Diego, California, 92121-1117</b>		
(Address of Principal Executive Offices) (Zip Code)		

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(858) 550-7500

(Registrant's Telephone Number, Including Area Code)

N/A

(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))

**Explanatory Note.**

This Form 8-K/A amends the Current Report on Form 8-K filed by Ligand Pharmaceuticals Incorporated ( Ligand ) with the Securities and Exchange Commission on December 24, 2008 (the Original 8-K ), announcing the completion of its acquisition of Pharmacoepia, Inc. This Form 8-K/A amends the Original 8-K to include the financial statements required by Item 9.01.

**Item 9.01 Financial Statements and Exhibits.**

**(a) Financial statements of businesses acquired.**

The financial statements required by this Item with respect to the merger described in Item 2.01 in the Original 8-K, as modified hereby, were previously filed as part of Amendment No.1 to Registration Statement on Form S-4 filed by Ligand with the Securities and Exchange Commission on November 17, 2008.

**(b) Pro forma financial information.**

The pro forma financial information required by this Item with respect to the merger described in Item 2.01 in the Original 8-K, as modified hereby, were previously filed as part of Amendment No.1 to Registration Statement on Form S-4 filed by Ligand with the Securities and Exchange Commission on November 17, 2008.

**SIGNATURES**

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

**LIGAND PHARMACEUTICALS INCORPORATED**

Date: February 25, 2009

By: /s/ Charles S. Berkman  
Name: Charles S. Berkman  
Title: Vice President, General Counsel and Secretary