

INTRABIOTICS PHARMACEUTICALS INC /DE
Form 8-K
April 26, 2002

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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): **April 24, 2002**

INTRABIOTICS PHARMACEUTICALS, INC.

(Exact name of registrant as specified in its charter)

Delaware

(State or other jurisdiction of incorporation)

0-29993

(Commission File No.)

94-3200380

(IRS Employer Identification No.)

**1245 Terra Bella Avenue
Mountain View, California 94043**

(Address of principal executive offices and zip code)

Registrant's telephone number, including area code: **(650) 526-6800**

Item 5. Other Events

On April 24, 2002, IntraBiotics Pharmaceuticals, Inc. (the "Company") announced its acquisition of Apothogen, Inc. ("Apothogen") for 450,000 shares of the Company's common stock (the "Merger") pursuant to an Agreement and Plan of Merger and Reorganization, dated as of April 23, 2002, among the Company, APN Acquisition Corp., a Delaware corporation and wholly-owned subsidiary of the Company, Apothogen and the stockholders of Apothogen. Concurrently with the closing of the Merger, Ernest Mario, Ph.D. joined the Company as Chairman and Chief Executive Officer and purchased newly issued shares of the Company's common stock at a purchase price per share equal to the closing bid price as reported on the Nasdaq National Market on April 23, 2002, in a private placement transaction with proceeds to the Company of \$5,000,000. The press release announcing these transactions is filed as Exhibit 99.1 hereto.

Item 7. Financial Statements and Exhibits

(c) **Exhibits.**

