

OSCIENT PHARMACEUTICALS CORP  
Form 8-K  
April 06, 2005

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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): March 31, 2005**

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**OSCIENT PHARMACEUTICALS CORPORATION**

(Exact name of registrant as specified in its charter)

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**Massachusetts**  
(State or other jurisdiction

of incorporation)

**0-10824**  
(Commission File Number)

**04-2297484**  
(I.R.S. Employer

Identification Number)

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**1000 Winter Street, Suite 2200**

**Waltham, Massachusetts 02451**

**(Address of principal executive offices, including zip code)**

**(781) 398-2300**

**(Registrant's telephone number, including area code)**

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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 (see General Instruction A.2. below):

- .. 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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**ITEM 1.01. ENTRY INTO A MATERIAL DEFINITIVE AGREEMENT.**

Effective March 31, 2005, Oscient Pharmaceuticals Corporation (the Company) amended its license and option agreement with LG Life Sciences, Ltd. for the Company's lead product, FACTIVE (gemifloxacin mesylate) tablets. The Company issued a press release describing the material terms of the amendment on April 6, 2005. A copy of this press release is filed with this Current Report on Form 8-K as Exhibit 99.1. The Company intends to seek confidential treatment for certain portions of the amendment and will file the amendment, with such confidential portions redacted, as an exhibit to its Form 10-Q for the quarter ended March 31, 2005.

**ITEM 9.01. FINANCIAL STATEMENTS AND EXHIBITS.**

(c) Exhibits

99.1 Press Release issued by Oscient Pharmaceuticals Corporation on April 6, 2005.

SIGNATURE

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.

OSCIENT PHARMACEUTICALS CORPORATION

By:           /s/ Stephen Cohen          

Name: Stephen Cohen  
Title: Senior Vice President and Chief Financial  
Officer

Date: April 6, 2005

EXHIBIT INDEX

| <b>Exhibit<br/>Number</b> | <b>Description</b>  |
|---------------------------|---|
| 99.1                      | Press Release issued by Oscient Pharmaceuticals Corporation on April 6, 2005. |