

Spengler William  
Form 4  
March 16, 2011

**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

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(Print or Type Responses)

1. Name and Address of Reporting Person \*  
Spengler William

2. Issuer Name **and** Ticker or Trading  
Symbol  
ENDO PHARMACEUTICALS  
HOLDINGS INC [ENDP]

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction  
(Month/Day/Year)  
03/14/2011

☒ Director ☐ 10% Owner  
☐ Officer (give title below) ☐ Other (specify below)

C/O ENDO  
PHARMACEUTICALS, 100 ENDO  
BOULEVARD

(Street)

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

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

CHADDS FORD, PA 19317

(City) (State) (Zip)

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

| 1. Title of<br>Security<br>(Instr. 3)  | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3. Transaction<br>Code<br>(Instr. 8) | 4. Securities<br>Acquired (A) or<br>Disposed of (D)<br>(Instr. 3, 4 and 5) | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership<br>Form: Direct<br>(D) or<br>Indirect (I)<br>(Instr. 4) | 7. Nature of<br>Ownership<br>(Instr. 4) |
|--|---|---|--------------------------------------|--|--|--|---|
| 2010 Stock<br>Incentive<br>Plan<br>Restricted<br>Stock<br>Options<br>(RSU) <sup>(1)</sup> <sup>(2)</sup> | 03/14/2011                              |   | A                                    | 4,260  | A <u>(3)</u>   | 4,260  | D                                       |
| Common<br>Stock, par<br>value, \$.01   | 03/14/2011                              |   | M                                    | 2,009  | A \$ 0 <u>(4)</u>  | 19,031 <u>(5)</u>  | D                                       |

# Edgar Filing: Spengler William - Form 4

per share

Common

Stock, par  
value, \$.01

03/14/2011

M

1,417 A

\$ 0  
(6)

19,031 (5)

D

per share

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)

| 1. Title of<br>Derivative<br>Security<br>(Instr. 3)                         | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4.<br>Transaction<br>Code<br>(Instr. 8) | 5. Number<br>of Derivative<br>Securities<br>Acquired<br>(A) or<br>Disposed of<br>(D)<br>(Instr. 3, 4,<br>and 5) | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) |                 | 7. Title and Amount of<br>Underlying Securities<br>(Instr. 3 and 4) |  |
|---|---|---|---|---|---|--|-----------------|---|--|
|   |   |   |   | Code                                    | V (A) (D)   | Date<br>Exercisable  | Expiration Date | Title   | Amount<br>or<br>Number<br>of<br>Shares |
| 2007<br>Stock<br>Incentive<br>Plan<br>Restricted<br>Stock<br>Units<br>(RSU) | (1)   | 03/14/2011                              |   | M                                       | 2,009   | 03/14/2011   | 03/14/2011(7)   | Common<br>Stock   | 2,009                                  |
| 2007<br>Stock<br>Incentive<br>Plan<br>Restricted<br>Stock<br>Units<br>(RSU) | (1)   | 03/14/2011                              |   | A                                       | 1,417   | 03/14/2011   | 03/14/2011(8)   | Common<br>Stock   | 1,417                                  |

## Reporting Owners

Reporting Owner Name / Address

Relationships

Reporting Owners

## Edgar Filing: Spengler William - Form 4

Director   10% Owner   Officer   Other

Spengler William  
C/O ENDO PHARMACEUTICALS  
100 ENDO BOULEVARD  
CHADDS FORD, PA 19317

X

## Signatures

/s/ Caroline B. Manogue, by Power of  
Attorney

03/16/2011

\_\_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).

- Upon each vesting date, each vested restricted stock unit automatically converts into one (1) share of common stock of Endo Pharmaceuticals Holdings Inc. unless the director has elected to defer receipt of the vested shares under the Endo Pharmaceuticals Directors Deferred Compensation Plan.
- (1) These restricted stock units (RSUs) generally vest 100% on March 14, 2012. Upon vesting, we consider the underlying RSUs to be expired. Pursuant to the Endo Pharmaceuticals Directors Deferred Compensation Plan, on November 30, 2010, Mr. Spengler elected to defer receipt of these RSUs.
- (2) These securities were granted to Mr. Spengler in consideration of his services on the Endo Pharmaceutical Holdings Inc. Board of Directors.
- (3) This represents vesting of restricted stock units granted to Mr. Spengler on March 12, 2009. Upon each vesting date, each vested restricted stock unit automatically converts into one (1) share of common stock of Endo Pharmaceuticals Holdings Inc. On December 16, 2008, Mr. Spengler elected to defer receipt of these shares pursuant to the Endo Pharmaceuticals Directors Deferred Compensation Plan.
- (4) This number represents (i) 5,677 restricted stock units (including the 4,260 restricted stock units granted above) and (ii) 13,354 shares of common stock, receipt of which 11,236 has been deferred under the Endo Pharmaceuticals Directors Deferred Compensation Plan. Mr. Spengler's beneficial ownership disclosed in this table excludes all shares held by Mr. Spengler indirectly, including shares underlying stock options.
- (5) This represents vesting of restricted stock units granted to Mr. Spengler on March 12, 2010. Upon each vesting date, each vested restricted stock unit automatically converts into one (1) share of common stock of Endo Pharmaceuticals Holdings Inc. On December 15, 2009, Mr. Spengler elected to defer receipt of these shares pursuant to the Endo Pharmaceuticals Directors Deferred Compensation Plan.
- (6) Fifty percent (50%) of Mr. Spengler's March 12, 2009 grant of restricted stock units (RSUs) generally vest on each of March 12, 2010 and March 12, 2011. Upon vesting, we consider the underlying RSUs to be expired. The 2,009 shown here is the amount that vested on March 14, 2011 (since March 12, 2011 was a Saturday). However, on December 16, 2008, Mr. Spengler elected to defer receipt of these shares pursuant to the Endo Pharmaceuticals Directors Deferred Compensation Plan.
- (7) Fifty percent (50%) of Mr. Spengler's March 12, 2010 grant of restricted stock units (RSUs) generally vest on each of March 12, 2011 and March 12, 2012. Upon vesting, we consider the underlying RSUs to be expired. The 1,417 shown here is the amount that vested on March 14, 2011 (since March 12, 2011 was a Saturday). However, on December 15, 2009, Mr. Spengler elected to defer receipt of these shares pursuant to the Endo Pharmaceuticals Directors Deferred Compensation Plan.
- (8)

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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