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PHARMION CORP
Form 8-K
December 07, 2007

UNITED STATES
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) December 5, 2007

Pharmion Corporation

(Exact name of registrant as specified in its charter)

Delaware	000-50447	84-1521333
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(State or other jurisdiction of incorporation)	(Commission File Number)	(IRS Employer Identification No.)

2525 28th Street, Boulder, Colorado	80301
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(Address of principal executive offices)	(Zip Code)

Registrant's telephone number, including area code 720-564-9100

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))

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Item 5.03. Amendments to Articles of Incorporation or Bylaws; Change in Fiscal
---- Year

On December 5, 2007, the Board of Directors of Pharmion Corporation (the "Company") amended the Company's by-laws to (i) provide that the Board of Directors may designate the date on which the annual meeting of stockholders of the Company may be held and (ii) allow the Company to issue uncertificated shares of capital stock. A copy of the Fourth Amended and Restated By-Laws of the Company is filed as Exhibit 3.1 hereto and is incorporated by reference herein.

Item 9.01. Financial Statements, Pro Forma Financial Information and Exhibits.

(a) Not Applicable.

(b) Not Applicable.

(c) Exhibits:

3.1 - Fourth Amended and Restated By-Laws

SIGNATURES

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.

PHARMION CORPORATION

Date: December 6, 2007

By: /s/ Steven N. Dupont

Name: Steven N. Dupont
Title: Executive Vice President
and General Counsel

EXHIBIT INDEX

Exhibit No.	Description
3.1	Fourth Amended and Restated By-Laws

