

EPIX Pharmaceuticals, Inc.  
Form 8-K  
November 03, 2004

**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION**

WASHINGTON, DC 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): **November 3, 2004**

**EPIX Pharmaceuticals, Inc.**

(Exact Name of Registrant as Specified in Its Charter)

**Delaware**

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(State or Other Jurisdiction of Incorporation)

**000-21863**

(Commission File Number)

**04-3030815**

(IRS Employer Identification No.)

**161 First Street, Cambridge, Massachusetts 02142**

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(Address of Principal Executive Offices)

(Zip Code)

**(617) 250-6000**

(Registrant's Telephone Number, Including Area Code)

(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 (*see* General Instruction A.2. below):

- o Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  
  - o Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  
  - o Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  
  - o Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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Item 8.01. Other Events.

On November 3, 2004, EPIX Pharmaceuticals, Inc. issued a press release that announced that the Securities and Exchange Commission has declared effective its Registration Statement on Form S-3 relating to the resale of \$100 million aggregate principal amount of its 3.00% convertible senior notes due 2024 (the Notes ) and the shares of its common stock issuable upon conversion of the Notes. A copy of the press release is attached to this Current Report on Form 8-K as Exhibit 99.1.

**Item 9.01. Financial Statements and Exhibits.**

(c) The following exhibits are furnished with this report:

<b>Exhibit Number</b>	<b>Description</b>
99.1	Press Release dated November 3, 2004.

**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.

**EPIX Pharmaceuticals, Inc.**

(Registrant)

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Date: November 3, 2004

/s/ Peyton J. Marshall

Peyton J. Marshall  
*Senior Vice-President,  
Finance and Administration,  
Chief Financial Officer*