

LIGAND PHARMACEUTICALS INC  
Form 8-K  
July 31, 2008

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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): July 31, 2008**

**LIGAND PHARMACEUTICALS INCORPORATED**  
(Exact Name of Registrant as Specified in Its Charter)

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| <b>Delaware</b><br>(State or Other Jurisdiction<br>of Incorporation or Organization) | <b>001-33093</b><br>(Commission File Number) | <b>77-0160744</b><br>(I.R.S. Employer<br>Identification No.) |
|--|--|--|

**10275 Science Center Drive, San Diego, California, 92121-1117**  
(Address of Principal Executive Offices) (Zip Code)

**(858) 550-7500**  
(Registrant's Telephone Number, Including Area Code)

N/A  
(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:

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 2.02 Results of Operations and Financial Condition.**

On July 31, 2008, Ligand Pharmaceuticals Incorporated (the “Company”) issued a press release announcing its financial results for the quarter ended June 30, 2008. A copy of this press release is furnished herewith as Exhibit 99.1 and is incorporated herein by reference.

In accordance with General Instruction B.2. of Form 8-K, the information in this Current Report on Form 8-K, including Exhibit 99.1, shall not be deemed “filed” for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the “Exchange Act”), or otherwise subject to the liability of that section, nor shall it be deemed incorporated by reference in any filing under the Securities Act of 1933, as amended, or the Exchange Act, except as expressly set forth by specific reference in such a filing.

**Item 9.01 Financial Statements and Exhibits.**

(d) Exhibits.

| <b>Exhibit No.</b> | <b>Description</b> |
|--------------------|--------------------|
|--------------------|--------------------|

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|------|---|
| 99.1 | Press release of the Company dated July 31, 2008. |
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**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, as amended, the registrant has caused this report to be signed on its behalf by the undersigned.

LIGAND PHARMACEUTICALS  
INCORPORATED

Date: July 31, 2008 By: /s/ Charles S. Berkman  
Name: Charles S. Berkman  
Title: Vice President, General  
Counsel and Secretary

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**EXHIBIT INDEX**

**Exhibit No. Description**

99.1 Press release of the Company dated July 31, 2008.