

Edgar Filing: PFIZER INC - Form 8-K

PFIZER INC  
Form 8-K  
December 23, 2003

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: December 23, 2003  
Date of earliest event reported: December 21, 2003

PFIZER INC.  
(Exact name of registrant as specified in its charter)

Delaware (State or other Jurisdiction of incorporation)	1-3619 (Commission File Number)	13-5315170 (I.R.S. Employer Identification No.)
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235 East 42nd Street New York, New York (Address of principal executive offices)	10017 (Zip Code)
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Registrant's telephone number, including area code:  
(212) 573-2323

Item 5. Other Events and Regulation FD Disclosure

On December 21, 2003, Pfizer Inc. announced that it had entered into an agreement (the "Agreement") to acquire Esperion Therapeutics, Inc., a biopharmaceutical company focused on the development of high density lipoprotein targeted therapies for the treatment of cardiovascular disease. Pursuant to this Agreement, Pfizer will commence a cash tender offer to acquire the shares of Esperion stock

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for \$1.3 billion at a price of \$35 per share, subject to certain conditions. Copies of Pfizer's press release and the Agreement are included as Exhibits 99.1 and 99.2, respectively, to this report and are incorporated herein by reference.

Item 7(c). Exhibits

Exhibit 99.1 -Press Release of Pfizer Inc. dated December 21, 2003

Exhibit 99.2 -Agreement between Pfizer Inc. and Esperion Therapeutics, Inc.  
dated December 19, 2003

SIGNATURE

Under the requirements of the Securities Exchange Act of 1934, the registrant

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has caused this report to be signed on its behalf by the authorized undersigned.

PFIZER INC.

By:

/s/Margaret M. Foran

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Margaret M. Foran  
Title: Vice President-Corporate  
Governance and Secretary

Dated: December 23, 2003

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### EXHIBIT INDEX

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