

TERCICA INC
Form 8-K
May 26, 2005

**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): 05/26/2005

Tercica, Inc.

(Exact Name of Registrant as Specified in its Charter)

Commission File Number: 000-50461

Delaware
(State or Other Jurisdiction of
Incorporation or Organization)

26-0042539
(I.R.S. Employer
Identification No.)

651 Gateway Boulevard
Suite 950
South San Francisco, CA 94080
(Address of Principal Executive Offices, Including Zip Code)

(650) 624-4900
(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:

- 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(17CFR240.14a-12)
 - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act(17CFR240.14d-2(b))
 - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act(17CFR240.13e-4(c))
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Items to be Included in this Report

Item 5.02. Departure of Directors or Principal Officers; Election of Directors; Appointment of Principal Officers

Tercica, Inc. announced today that Timothy P. Lynch, Chief Financial Officer, has resigned from the company, effective June 10 and that Susan Wong, has been named as the acting Chief Financial Officer.

Item 9.01. Financial Statements and Exhibits

Press Release entitled "Tercica Announces Management Changes," dated May 26, 2005.

Signature(s)

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.

Tercica, Inc.

Date: May 26, 2005.

By: /s/ Stephen N. Rosenfield

Stephen N. Rosenfield
Senior Vice President of Legal Affairs

Exhibit Index

| <u>Exhibit No.</u> | <u>Description</u> |
|---------------------------|---|
| EX-99.1 | Press Release entitled "Tercica Announces Management Change," dated May 26, 2005. |