

MEDAREX INC
Form 8-K
July 29, 2003

As filed with the Securities and Exchange Commission on July 29, 2003.

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)

July 28, 2003 (July 23, 2003)

MEDAREX, INC.

(Exact name of registrant as specified in its charter)

New Jersey
(State of other jurisdiction
of incorporation)

0-19312
(Commission
File Number)

22-2822175
(IRS Employer
Identification No.)

707 State Road, Princeton, N.J. 08540-1437

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(Address of Principal Executive Offices)

Registrant's telephone number, including area code: (609) 430-2880

Not Applicable

(Former name or former address, if changed since last report)

MEDAREX, INC.

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FOR

CURRENT REPORT ON FORM 8-K

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Item 5. Other Events

On July 23, 2003, Medarex, Inc. (the Company) completed its sale to certain initial purchasers of \$125 million aggregate principal amount of its 4.25% Convertible Senior Notes due August 15, 2010. For additional information concerning this offering, refer to the exhibits to this Current Report on Form 8-K.

Item 7. Financial Statements and Exhibits.

(c) Exhibits. The following materials are filed as exhibits to this Current Report on Form 8-K:

Exhibit
Number

- | | |
|------|---|
| 4.1 | Purchase Agreement, dated as of July 17, 2003, by and among the Company, Goldman, Sachs & Co., UBS Securities LLC and J.P. Morgan Securities Inc. |
| 4.2 | Registration Rights Agreement, dated as of July 23, 2003, by and among the Company, Goldman, Sachs & Co., UBS Securities LLC and J.P. Morgan Securities, Inc. |
| 4.3 | Indenture, dated as of July 23, 2003, between the Company and Wilmington Trust Company, as trustee. |
| 10.1 | Pledge Agreement, dated as of July 23, 2003, between the Company and Wilmington Trust Company, as trustee and as pledged securities intermediary. |

EXHIBIT INDEX

| <u>Number</u> | <u>Description</u> | <u>Number</u> |
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