

INSMED INC  
Form 8-K  
July 16, 2003

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# SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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## 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 16, 2003

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## INSMED INCORPORATED

(Exact name of registrant as specified in its charter)

**VIRGINIA**  
(State or other jurisdiction  
of incorporation)

**0-30739**  
(Commission File Number)

**54-1972729**  
(I.R.S. Employer  
Identification No.)

**4851 Lake Brook Drive, Glen Allen, Virginia 23060**

(Address of principal executive offices and zip code)

**Registrant's telephone number, including area code: (804) 565-3000**

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**Item 5. Other Events and Required FD Disclosure.**

On July 11, 2003, Insmmed Incorporated closed on the private placement sale to a group of accredited institutional investors of an aggregate of 5,146,846 shares of its common stock at a purchase price of \$2.70 per share and warrants exercisable for the purchase of 1,544,046 shares of its common stock at an exercise price of \$4.10 per share resulting in gross proceeds of approximately \$13.9 million. The placement agent in the transaction received approximately \$837,000 in fees and expenses. On July 16, 2003, Insmmed Incorporated issued a press release announcing the completion of the private placement. A copy of this press release is being filed as Exhibit 99.1 to this Current Report on Form 8-K and is incorporated herein by reference.

**Item 7. Financial Statements, *Pro Forma* Financial Information and Exhibits.**

The following document is being filed as an exhibit to this Current Report on Form 8-K and is incorporated herein by reference:

Exhibit 99.1 Press release issued by Insmmed Incorporated on July 16, 2003.

**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.

**INSMED INCORPORATED**

Date: July 16, 2003

By:

/s/ KEVIN P. TULLY

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Kevin P. Tully

Treasurer and Controller

**EXHIBIT INDEX**

<u>Exhibit Number</u>	<u>Exhibit</u>
Exhibit 99.1	Press release issued by Insmmed Incorporated on July 16, 2003.