## Edgar Filing: EPIX Pharmaceuticals, Inc. - Form 4

| EPIX Pharm   | aceuticals, Inc.   |   |  |   |                 |  |   |                                 |                                    |  |
|--|--|---|--|---|-----------------|--|---|---------------------------------|------------------------------------|--|
| Form 4   |  |   |  |   |                 |  |   |                                 |                                    |  |
| May 21, 200  |  |   |  |   |                 |  |   |                                 |                                    |  |
| FORM   | 14 UNITED  | STATE   | SECU   | DITIES  | AND EV          | THANCE   | COMMISSION                                | т                               | PPROVAL                            |  |
| UNITED STATES SECURITIES AND EXCHANGE COMMISSION<br>Washington, D.C. 20549 |  |   |  |   |                 |  |   | OMB<br>Number:                  | 3235-0287                          |  |
| Check th   |  | STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF |  |   |                 |  |   |                                 | January 31,                        |  |
| if no long<br>subject to   |  |   |  |   |                 |  |   |                                 | Expires: 2005<br>Estimated average |  |
| Section 16. SECURITIES   |  |   |  |   |                 |  |   | burden hou                      | urs per                            |  |
| Form 4 o<br>Form 5   | Form 5 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, |   |  |   |                 |  |   | response                        | . 0.5                              |  |
| obligatio  | ns Section 17  |   |  |   |                 |  | of 1935 or Section                        | on                              |                                    |  |
| may cont<br>See Instr  | unue.  |   |  | •   | •               | y Act of 1   |   | 011                             |                                    |  |
| 1(b).  | uction   | ()  |  |   | · - · · · · · · | <i></i>  |   |                                 |                                    |  |
|  |  |   |  |   |                 |  |   |                                 |                                    |  |
| (Print or Type I   | Responses)   |   |  |   |                 |  |   |                                 |                                    |  |
| 1. Name and A  | Address of Reporting   | g Person *                                      | 2. Issuer Name <b>and</b> Ticker or Trading 5. Ro    |   |                 | 5. Relationship of   | 5. Relationship of Reporting Person(s) to |                                 |                                    |  |
| Leuchtenbe   |  | -   | Symbol   |   |                 | Issuer   |   |                                 |                                    |  |
| C  |  |   | EPIX Pharmaceuticals, Inc. [EPIX]                    |   |                 |  |   |                                 |                                    |  |
| (Last) (First) (Middle)  |  |   | 3. Date of Earliest Transaction                      |   |                 | (Check all applicable)                                     |   |                                 |                                    |  |
|  |  |   | (Month/Day/Year)                                     |   |                 | _X_ Director 10% Owner                                     |   |                                 |                                    |  |
|  | PHARMACEUT   | TICALS,   | 05/19/2  | 2008  |                 |  | Officer (giv<br>below)                    | e title Oth<br>below)           | ner (specify                       |  |
| INC., 4 MA   | GUIRE ROAD   |   |  |   |                 |  |   | 001010)                         |                                    |  |
| (Street)   |  |   | 4. If Amendment, Date Original Filed(Month/Day/Year) |   |                 | 6. Individual or Joint/Group Filing(Check                  |   |                                 |                                    |  |
|  |  |   |  |   |                 | Applicable Line)<br>_X_ Form filed by One Reporting Person |   |                                 |                                    |  |
| LEXINGTO   | ON, MA 02421   |   |  |   |                 |  | Form filed by                             |                                 |                                    |  |
|  |  |   |  |   |                 |  | Person                                    |                                 |                                    |  |
| (City)   | (State)  | (Zip)   | Tal  | ole I - Non-  | Derivative      | Securities A   | Acquired, Disposed                        | of, or Beneficia                | lly Owned                          |  |
| 1.Title of   | 2. Transaction Date  |   |  | 3.  | 4. Securiti     |  |   | 6. Ownership                    | 7. Nature of                       |  |
| Security<br>(Instr. 3)   | (Month/Day/Year)   | r) Execution Date, if any                       |  | if TransactionAcquired (A) or<br>Code Disposed of (D) |                 |  |   | Form: Direct<br>(D) or Indirect | Indirect<br>Beneficial             |  |
| (1130.5)   |  | (Month/D  | ay/Year)   | (Instr. 8)  | (Instr. 3, 4    |  | •   | (I)                             | Ownership                          |  |
|  |  |   |  |   |                 |  | Following<br>Reported                     | (Instr. 4)                      | (Instr. 4)                         |  |
|  |  |   |  |   |                 | (A)  | Transaction(s)                            |                                 |                                    |  |
|  |  |   |  | Code V  | Amount          | or<br>(D) Price  | (Instr. 3 and 4)                          |                                 |                                    |  |
|  |  |   |  |   |                 |  |   |                                 |                                    |  |
| Reminder: Rep  | oort on a separate lin   | e for each c                                    | lass of sec  | urities bene  | -               | -  |   | ation of                        | 01474                              |  |
|  |  |   |  |   |                 |  | spond to the colle<br>tained in this form |                                 | SEC 1474<br>(9-02)                 |  |
|  |  |   |  |   | requir          | ed to resp   | ond unless the fo                         | rm                              |                                    |  |
|  |  |   |  |   | displa<br>numbe |  | ntly valid OMB co                         | ntrol                           |                                    |  |

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
 (e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of | 2.          | 3. Transaction Date | 3A. Deemed         | 4.        | 5. Number of | 6. Date Exercisable and | 7. Title and Amount of | 8 |
|-------------|-------------|---------------------|--------------------|-----------|--------------|-------------------------|------------------------|---|
| Derivative  | Conversion  | (Month/Day/Year)    | Execution Date, if | Transacti | orDerivative | Expiration Date         | Underlying Securities  | D |
| Security    | or Exercise |                     | any                | Code      | Securities   | (Month/Day/Year)        | (Instr. 3 and 4)       | S |

| (Instr. 3)                           | Price of<br>Derivative<br>Security | (Month/Day/Year) |        | or Dispose<br>(D) | (Instr. 3, 4, |                     |                    |                 | (                                   |
|--------------------------------------|------------------------------------|------------------|--------|-------------------|---------------|---------------------|--------------------|-----------------|-------------------------------------|
|                                      |                                    |                  | Code V | 7 (A)             | (D)           | Date<br>Exercisable | Expiration<br>Date | Title           | Amount<br>or<br>Number<br>of Shares |
| Stock<br>Option<br>(right to<br>buy) | \$ 1.9                             | 05/19/2008       | А      | 10,000            |               | <u>(1)</u>          | 05/19/2018         | Common<br>Stock | 10,000                              |

## **Reporting Owners**

| Reporting Owner Name / Address   | Relationships |           |         |       |  |  |  |
|--|---------------|-----------|---------|-------|--|--|--|
|  | Director      | 10% Owner | Officer | Other |  |  |  |
| Leuchtenberger Mark<br>C/O EPIX PHARMACEUTICALS, INC.<br>4 MAGUIRE ROAD<br>LEXINGTON, MA 02421 | Х             |           |         |       |  |  |  |
| Signatures   |               |           |         |       |  |  |  |
| /s/ Kim Cobleigh Drapkin,<br>Attorney-in-Fact  | 05            | /21/2008  |         |       |  |  |  |
| **Signature of Reporting Person  |               | Date      |         |       |  |  |  |

## **Explanation of Responses:**

- \* If the form is filed by more than one reporting person, see Instruction 4(b)(v).
- \*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) The stock option vests in full on the earlier of (i) the first anniversary date of the grant or (ii) the date of EPIX Pharmaceuticals, Inc.'s next annual meeting, in each case provided that the optionee is still a director of EPIX Pharmaceuticals, Inc. on such date.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.