Edgar Filing: FRANK FRED - Form 4

| FRANK FRE Form 4 | D | | | | | | | | |
|--|---------------------------------------|--|---|--|--|---|--|--|---|
| June 18, 2009 | | | | | | | | | |
| FORM | Δ | | | | | | | | PPROVAL |
| FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549 | | | | | | | | | 3235-0287 |
| Check this if no longe subject to Section 16 Form 4 or Form 5 | r STATEN | MENT OF | Section | SECUI 6(a) of th | Estimated burden hou response | urs per | | | |
| obligations may contir <i>See</i> Instruc 1(b). (Print or Type Re | tion | | | • | • | pany Act y Act of 1 | of 1935 or Secti 940 | on | |
| (| | | | | | | | | |
| 1. Name and Address of Reporting Person <u>*</u> FRANK FRED | | | 2. Issuer Name and Ticker or Trading Symbol | | | 5. Relationship of Reporting Person(s) to Issuer | | | |
| | | | EPIX Pharmaceuticals, Inc. [EPIX] | | | | (Check all applicable) | | |
| (Last) (First) (Middle) C/O EPIX PHARMACEUTICALS, | | | 3. Date of Earliest Transaction (Month/Day/Year) 06/16/2009 | | | Director 10% Owner Officer (give title Other (specify | | | |
| INC., 4 MAC | 00/10/2009 | | | below) below) | | | | | |
| (Street) 4 | | | 4. If Amendment, Date Original Filed(Month/Day/Year) | | | 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person | | | |
| LEXINGTO | N, MA 02421 | | | | | | | More than One R | |
| (City) | (State) | (Zip) | Tab | le I - Non-l | Derivative S | Securities A | Acquired, Disposed | of, or Beneficia | lly Owned |
| | . Transaction Date Month/Day/Year) | 2A. Deemo Execution any (Month/Da | Date, if | 3. Transactio Code (Instr. 8) | 4. Securitie nAcquired (Disposed of (Instr. 3, 4 | (A) or of (D) | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
| | | | | Code V | Amount | or (D) Price | (Instr. 3 and 4) | | |
| Reminder: Report | rt on a separate line | e for each cl | ass of sec | urities bene | ficially own | ed directly | or indirectly. | | |
| | | | | | inform require | ation cont ed to resp ys a curre | spond to the colle tained in this form ond unless the fo ntly valid OMB co | n are not rm | SEC 1474 (9-02) |

 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 |

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| (Instr. 3) | Price of Derivative Security | (Month/Day/Yea | ır) (Instr. 8 | or Dispose (D) | or Disposed of (D) (Instr. 3, 4, | | | | (|
|--------------------------------------|------------------------------------|----------------|---------------|-------------------|--|---------------|--------------------|-----------------|-------------------------------------|
| | | | Code Y | V (A) | (D) Date Exer | e rcisable | Expiration Date | Title | Amount or Number of Shares |
| Stock Option (right to buy) | \$ 0.18 | 06/16/2009 | А | 10,000 | | <u>(1)</u> | 06/16/2019 | Common Stock | 10,000 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | | | | |
|---|---------------|-----------|---------|-------|--|--|--|
| | Director | 10% Owner | Officer | Other | | | |
| FRANK FRED C/O EPIX PHARMACEUTICALS, INC. 4 MAGUIRE ROAD LEXINGTON, MA 02421 | Х | | | | | | |
| Signatures | | | | | | | |
| /s/ Kim Cobleigh Drapkin, Attorney-in-Fact | 06 | /18/2009 | | | | | |
| **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.

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