

VICURON PHARMACEUTICALS INC

Form 8-K

September 12, 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):

September 11, 2005

Vicuron Pharmaceuticals Inc.

(Exact Name of Registrant As Specified in its Charter)

Delaware
(State or Other Jurisdiction

of Incorporation)

000-31145
(Commission File Number)

04-3278032
(I.R.S. Employer

Identification Number)

455 South Gulph Road, Suite 305, King of Prussia, PA 19406

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(Address of Principal Executive Offices) (Zip Code)

(610) 205-2300

(Registrant's telephone number, including area code)

not applicable

(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 (see General Instruction A.2. below):

- .. 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 (17 CFR 240.14a-12)
 - .. Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
 - .. Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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Item 8.01. Other Events.

On September 11, 2005, Vicuron Pharmaceuticals Inc. (Vicuron) announced that the waiting period under the Hart-Scott-Rodino Antitrust Improvements Act of 1976, applicable to its previously announced merger with a wholly-owned subsidiary of Pfizer Inc., has expired and that the merger is expected to close on September 14, 2005, subject to satisfaction of customary closing conditions.

A copy of the press release issued by Vicuron on September 11, 2005 announcing the expected date for completion of the merger is filed herewith as Exhibit 99.1.

This Form 8-K contains a forward-looking statement relating to the completion of the merger. This forward-looking statement is subject to risks and uncertainties that could delay or prevent the completion of the merger, including the satisfaction of the closing conditions set forth in the Merger Agreement. Vicuron does not undertake any obligation to update forward-looking statements.

Item 9.01. Financial Statements and Exhibits.

(c) Exhibits

99.1 Press Release of Vicuron Pharmaceuticals Inc. dated September 11, 2005.

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.

VICURON PHARMACEUTICALS INC.
(Registrant)

Date: September 12, 2005

By: /s/ George F. Horner III

George F. Horner III
President and Chief Executive Officer

EXHIBIT INDEX

Pursuant to Item 601(a)(2) of Regulation S-K, this exhibit index immediately precedes the exhibit.

Exhibit No.	Description
99.1	Press Release of Vicuron Pharmaceuticals Inc. dated September 11, 2005.