

RIGEL PHARMACEUTICALS INC
Form 8-K
February 03, 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): **February 2, 2005**

RIGEL PHARMACEUTICALS, INC.

(Exact name of registrant as specified in its charter)

Delaware

(State or other jurisdiction of incorporation)

0-29889

(Commission File No.)

94-3248524

(IRS Employer Identification No.)

**1180 Veterans Boulevard
South San Francisco, CA 94080**

(Address of principal executive offices and zip code)

Registrant's telephone number, including area code: **(650) 624-1100**

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):

- o Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

 - o Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

 - o Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

 - o Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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Item 5.02. Departure of Directors or Principal Officers; Election of Directors; Appointment of Principal Officers.

On February 3, 2005, Rigel Pharmaceuticals, Inc. announced two changes to its Board of Directors. Effective February 2, 2004, Peter S. Ringrose, Ph.D., was appointed to serve on Rigel's Board of Directors as a Class I director until Rigel's 2007 annual stockholders' meeting. At this time, no determination has been made as to which, if any, of Rigel's board committees Dr. Ringrose will be appointed. Simultaneous with Dr. Ringrose's appointment, Dennis Henner, Ph.D., announced his resignation from Rigel's Board of Directors.

A copy of the press release further describing these changes is filed as Exhibit 99.1 to this report and is incorporated herein by reference.

Item 9.01. Financial Statements and Exhibits.

(c) Exhibits.

| Exhibit No. | Description |
|--------------------|---|
| 99.1 | Press Release, dated February 3, 2005, entitled Rigel Pharmaceuticals Announces Changes to Board of Directors and Appoints Peter S. Ringrose, Ph.D. |

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.

RIGEL PHARMACEUTICALS, INC.

Dated: February 3, 2005

By: */s/ James H. Welch*
James H. Welch
Vice President, Chief Financial Officer and
Secretary

EXHIBIT INDEX

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