

JAZZ PHARMACEUTICALS INC

Form 8-K

March 28, 2011

**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**

**March 25, 2011**

**Date of Report (Date of earliest event reported)**

**JAZZ PHARMACEUTICALS, INC.**

**(Exact name of Registrant as specified in its charter)**

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(State or Other Jurisdiction

(Commission

(IRS Employer

of Incorporation)

File No.)

Identification No.)

**3180 Porter Drive, Palo Alto, California 94304**

(Address of principal executive offices, including zip code)

**(650) 496-3777**

(Registrant's telephone number, including area code)

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:

- .. 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))

**Item 5.02. Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.**

On March 25, 2011, Nathaniel Zilkha notified Jazz Pharmaceuticals, Inc. (the Company) of his intent not to stand for re-election to the Board of Directors of the Company (the Board) at the 2011 annual meeting of stockholders (the Annual Meeting), expected to be held in late May 2011. As a result, Mr. Zilkha's term of office as a member of the Board will end on the date of the Annual Meeting.

On March 25, 2011, James Tananbaum, MD notified the Company of his intent not to stand for re-election to the Board at the Annual Meeting. As a result, Dr. Tananbaum's term of office as a member of the Board will end on the date of the Annual Meeting.

The Board intends to decrease to the total number of authorized directors from twelve (12) to ten (10) directors, effective on the date of the Annual Meeting.

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.

JAZZ PHARMACEUTICALS, INC.

By: /s/ Carol A. Gamble  
Carol A. Gamble  
Senior Vice President, General Counsel  
and Corporate Secretary

Date: March 28, 2011