

PFIZER INC  
Form 8-K  
June 16, 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: June 16, 2005  
Date of earliest event reported: June 16, 2005

**PFIZER INC.**

(Exact name of registrant as specified in its charter)

<b>Delaware</b> (State or other Jurisdiction of incorporation)	<b>1-3619</b> (Commission File Number)	<b>13-5315170</b> (I.R.S. Employer Identification No.)
<b>235 East 42nd Street</b> <b>New York, New York</b> (Address of principal executive offices)		<b>10017</b> (Zip Code)

Registrant's telephone number, including area code:  
(212) 573-2323

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the obligation of the registrant under any of the following provisions:

- ☐ Written communication 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 8.01

Other Events

## Edgar Filing: PFIZER INC - Form 8-K

On June 16, 2005, Pfizer Inc. issued a press release announcing that it has entered into a definitive merger agreement with Vicuron Pharmaceuticals, Inc. ("Vicuron") whereby Pfizer will acquire Vicuron, a biopharmaceutical company focused on the development of novel anti-infectives for both hospital-based and community-acquired infections.

Under the merger agreement, Pfizer will acquire all outstanding shares of Vicuron common stock at a price of \$29.10 per share in cash, for an aggregate equity purchase price of approximately \$1.9 billion. This price represents a 74 percent premium over Vicuron's 90 day average closing share price and a 21 percent premium over Vicuron's highest historical closing price of \$24.10 on January 16, 2004.

A copy of the press release is included as Exhibit 99 to this report and is incorporated herein by reference.

### Item 9.01 Financial Statements and Exhibits

#### (c) Exhibits

Exhibit 99	Press Release of Pfizer Inc. dated June 16, 2005
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### SIGNATURE

Under the requirements of the Securities Exchange Act of 1934, the registrant has caused this report to be signed on its behalf by the authorized undersigned.

PFIZER INC.

By: /s/ Margaret M. Foran  
Margaret M. Foran  
Title: Vice President-Corporate  
Governance and Secretary

Dated: June 16, 2005

### EXHIBIT INDEX

Exhibit No.	Description
99	Press Release of Pfizer Inc. dated June 16, 2005.