

Edgar Filing: LIGAND PHARMACEUTICALS INC - Form CORRESP

LIGAND PHARMACEUTICALS INC  
Form CORRESP  
August 25, 2004

[LIGAND LETTERHEAD]

August 25, 2004

VIA EDGAR

Sasha Parikh  
Staff Accountant  
United States Securities and Exchange Commission  
Division of Corporation Finance  
450 Fifth Street, N.W.  
Washington, D.C. 20549

Re: Ligand Pharmaceuticals Incorporated  
File No. 000-20720  
FORM 8-K, FILED AUGUST 3, 2004

Dear Ms. Parikh:

We are in receipt of your letter dated August 23, 2004 with respect to the above-referenced Form 8-K. Simultaneously with the filing of this letter, Ligand is submitting (by EDGAR) Amendment No. 1 (the "Amendment") to Form 8-K, which incorporates the responses to your comments.

Ligand's responses set forth in this letter are numbered to correspond to the numbered comments in your letter. For ease of reference, we have set forth your comments and Ligand's responses below.

COMMENTS:

1. THE EFFECTIVE DATE OF THE DELOITTE & TOUCHE LLP RESIGNATION SHOULD BE CLARIFIED THROUGHOUT THE FILING (E.G. THE FILING DATE OF THE JUNE 30, 2004 FORM 10-Q).

Ligand Response: Ligand has revised the Amendment in accordance with the Staff's comment.

2. FILE AN UPDATED LETTER FROM YOUR FORMER ACCOUNTANT COVERING THE CHANGES MADE IN RESPONSE TO THE ABOVE COMMENT. FILE THAT LETTER AS EXHIBIT 16 TO THE AMENDED FORM 8-K, OR IF NOT AVAILABLE AT THE TIME OF FILING, FILE ANOTHER

AMENDED FORM 8-K WITHIN TEN BUSINESS DAYS OR WITHIN TWO DAYS OF RECEIPT, WHICHEVER IS EARLIER. SEE RULES 304(A)(3) AND 601(B)(16) OF REGULATION S-K.

Ligand Response: Ligand has filed with the Amendment an updated letter from its former accountant in accordance with the Staff's comment.

3. WHEN YOU FILE YOUR AMENDMENT, ENSURE THAT THE EDGAR HEADER PROPERLY LISTS THE FILING AS AN ITEM 4 FORM 8-K.

Ligand Response: Ligand has filed the Amendment with the appropriate EDGAR header in accordance with the Staff's comment.

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In connection with responding to the Staff's comments to Ligand's Form 8-K filed August 3, 2004, Ligand hereby acknowledges:

1. Ligand is responsible for the adequacy and accuracy of the disclosure in the filings;

2. Staff comments or changes to disclosure in response to staff comments in the filings reviewed by the staff do not foreclose the Commission from taking any action with respect to the filing; and

3. Ligand may not assert staff comments as a defense in any proceeding initiated by the Commission or any person under the federal securities laws of the United States.

Thank you for your assistance in this matter. If you have any questions or comments regarding the foregoing, please do not hesitate to contact the undersigned at (858) 550-7830.

Very truly yours,

/s/ Warner R. Broaddus

Warner R. Broaddus  
Vice President, General Counsel and Secretary