

MANOGUE CAROLINE B
Form 4
July 07, 2011

FORM 4

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
MANOGUE CAROLINE B

2. Issuer Name and Ticker or Trading Symbol
ENDO PHARMACEUTICALS HOLDINGS INC [ENDP]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
100 ENDO BOULEVARD
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
07/06/2011

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
Exec. V.P., CLO & Secy

CHADDS FORD, PA 19317

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

(City) (State) (Zip)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock, par value, \$.01 per share	07/06/2011		M		20,588	A	\$ 16.47
Common Stock, par value, \$.01 per share	07/06/2011		S		20,588	D	\$ 41.17
							0 ⁽¹⁾
							⁽²⁾

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
2000 Stock Incentive Plan Stock Options (NQ)	\$ 16.47	07/06/2011		M	20,588	<u>(3)</u> 08/11/2014	Common Stock	20,588	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
MANOGUE CAROLINE B 100 ENDO BOULEVARD CHADDS FORD, PA 19317			Exec. V.P., CLO & Secy	

Signatures

/s/ Caroline B. Manogue 07/07/2011

**Signature of Reporting Person Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 4(b)(v).
 - ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- In December 2010, in connection with her personal financial planning, Ms. Manogue established a 10b5-1 pre-set selling program (the "Manogue Pre-Set Selling Program"). The Manogue Pre-Set Selling Program will expire on December 31, 2011. Prior to the transaction
- (1) reported on this Form 4, there remained 55,588 of the shares underlying Ms. Manogue's stock options in the Manogue Pre-Set Selling Program. Following the transaction reported on this Form 4, there will be 35,000 shares (underlying options) in the Manogue Pre-Set Selling Program as of July 7, 2011.
 - (2) This represents the average price at which Ms. Manogue's common shares were sold on July 6, 2011.

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- (3) Ms. Manogue's stock options that were granted under the 2000 Stock Incentive Plan on August 11, 2004, are generally exercisable 25% per year on each of August 11, 2005, August 11, 2006, August 11, 2007 and August 11, 2008.
- (4) These securities were granted to Ms. Manogue in 2004 in consideration of her services as the Executive Vice President, Chief Legal Officer & Secretary of Endo Pharmaceuticals Holdings Inc.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.