

PROGENICS PHARMACEUTICALS INC  
Form 8-K  
April 24, 2006

**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) April 24, 2006

**Progenics Pharmaceuticals, Inc.**  
(Exact name of registrant as specified in its charter)

Delaware  
(State or other  
jurisdiction  
of incorporation)

**000-23143**  
(Commission  
File Number)

**13-3379479**  
(IRS Employer  
Identification No.)

777 Old Saw Mill River Road, Tarrytown, New York

(Address of principal executive offices)

Registrant's telephone number, including area code (914) 789-2800

10591  
(Zip 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 (*see* General Instruction A.2. below):

- 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 7.01. Regulation FD Disclosure**

Progenics Pharmaceuticals, Inc. (Nasdaq: PGNX) today announced that it has acquired complete ownership and control of PSMA Development Company LLC (PDC), by purchasing Cytogen Corporation's (Nasdaq: CYTO) interest in the joint venture which is developing *in vivo* cancer immunotherapies based on prostate-specific membrane antigen (PSMA). A copy of the press release is attached hereto as Exhibit 99.1 and the information contained therein is incorporated by reference into this Item 7.01 of this Current Report on Form 8-K.

The information furnished pursuant to Item 7.01 in this Form 8-K shall not be deemed to be "filed" for the purposes of Section 18 of the Securities Exchange Act of 1934 or otherwise subject to the liabilities of that Section, unless we specifically incorporate it by reference in a document filed under the Securities Act of 1933 or the Securities Exchange Act of 1934. We undertake no duty or obligation to publicly update or revise the information furnished pursuant to Item 7.01 in this Form 8-K.

**Item 9.01 Financial Statements and Exhibits.**

(c) Exhibits

**Exhibit No.    Description**

99.1            Press Release dated April 24, 2006

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**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.

PROGENICS PHARMACEUTICALS, INC.

By: /s/ ROBERT A. MCKINNEY

Robert A. McKinney  
Chief Financial Officer, Senior Vice President,  
Finance & Operations and Treasurer

Date: April 24, 2006