

Edgar Filing: IOMED INC - Form SC 13D/A

IOMED INC
Form SC 13D/A
December 28, 2004

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

SCHEDULE 13D/A3 (Amendment No. 3)
Under the Securities Exchange Act of 1934 (Amendment No. 3)*

IOMED, INC.

(Name of Issuer)

Common Stock, par value \$0.01 per share

(Title of Class of Securities)

462028101

(CUSIP Number)

William F. Daniel
Elan Corporation, plc
Lincoln House
Lincoln Place
Dublin 2, Ireland
(353) 1-709-4000

(Name, Address and Telephone Number of Person Authorized
to Receive Notices and Communications)

December 23, 2004

(Date of Event which Requires Filing of this Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition that is the subject of this Schedule 13D, and is filing this schedule because of ss.ss. 240.13d-1(e), 240.13d-1(f) or 240.13d-1(g), check the following box [].

NOTE: Schedules filed in paper format shall include a signed original and five copies of the schedule, including all exhibits. See Rule 240.13d-7 for other parties to whom copies are to be sent.

*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

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 CUSIP No. 45325S-10-1

(1) NAME OF REPORTING PERSONS
 Elan Corporation, plc

 I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (entities only)
 N/A

(2) CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See
 Instructions)
 (a)
 (b)

(3) SEC USE ONLY

(4) SOURCE OF FUNDS (See Instructions) WC, OO

(5) CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED
 PURSUANT TO ITEMS 2(d) or 2(e)

(6) CITIZENSHIP OR PLACE OF ORGANIZATION Ireland

Number of (7) SOLE VOTING POWER
 Shares -0- (See Item 5)

Beneficially (8) SHARED VOTING POWER
 Owned 854,291 (See Item 5)

by Each (9) SOLE DISPOSITIVE POWER
 Reporting -0- (See Item 5)

Person With (10) SHARED DISPOSITIVE POWER
 854,291 (See Item 5)

(11) AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
 854,291 (See Item 5)

(12) CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN
 SHARES (See Instructions)

(13) PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 13.0% (See
 Item 5)

(14) TYPE OF REPORTING PERSON (See Instructions) CO

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 CUSIP No. 45325S-10-1

(1) NAME OF REPORTING PERSONS Elan International Services, Ltd.
 I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (entities only)
 N/A

(2) CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See
 Instructions)
 (a)
 (b)

(3) SEC USE ONLY

(4) SOURCE OF FUNDS (See Instructions) WC, OO

(5) CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED
 PURSUANT TO ITEMS 2(d) or 2(e)

(6) CITIZENSHIP OR PLACE OF ORGANIZATION Bermuda

Number of (7) SOLE VOTING POWER
 Shares -0- (See Item 5)

Beneficially (8) SHARED VOTING POWER
 Owned 854,291 (See Item 5)

by Each (9) SOLE DISPOSITIVE POWER
 Reporting -0- (See Item 5)

Person With (10) SHARED DISPOSITIVE POWER
 854,291 (See Item 5)

(11) AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
 854,291 (See Item 5)

(12) CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN
 SHARES (See Instructions)

(13) PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 13.0% (See
 Item 5)

(14) TYPE OF REPORTING PERSON (See Instructions) CO

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Item 1 of the Schedule 13D is hereby amended and restated in its entirety as follows:

This Amendment No. 3 is filed by Elan Corporation, plc, an Irish public limited company ("Elan"), and Elan's direct wholly-owned subsidiary, Elan International Services, Ltd., a Bermuda exempted company ("EIS"), and relates to the common stock, par value \$.01 per share (the "Common Stock"), of Iomed, Inc., a Delaware corporation ("Issuer"). This Amendment No. 3 amends the Schedule 13D filed with the Securities and Exchange Commission (the "Commission") on May 19, 1998, the Amendment No. 1 to Schedule 13D filed with the Commission on June 25, 2004 and the Amendment No. 2 to Schedule 13D filed with the Commission on July 16, 2004 by Elan and EIS (the "Schedule 13D"). The name and address of the principal executive offices of the Issuer is Iomed, Inc., 3385 West 1820 South, Salt Lake City, Utah 84104.

Item 2. Interest in Securities of Issuer.

Item 5 of the Schedule 13D is hereby amended and restated in its entirety as follows (except Item 5(c) which is amended but not restated to add the information set forth below):

(a) As of December 28, 2004, Elan (indirectly through its ownership of EIS) and EIS each beneficially own 854,291 shares of Common Stock, representing 13.0% of the outstanding shares of Common Stock (based on 6,585,213 shares of Common Stock outstanding as of October 31, 2004 as reported in the Issuer's Form 10-Q for the quarterly period ended September 30, 2004).

(b) As of December 28, 2004, Elan (indirectly through its ownership of EIS) and EIS each had the shared voting and dispositive power over 854,291 shares of Common Stock, representing 13.0% of the outstanding shares of Common Stock (based on 6,585,213 shares of Common Stock outstanding as of October 31, 2004 as reported in the Issuer's Form 10-Q for the quarterly period ended September 30, 2004).

(c) On December 23, 2004, EIS sold an aggregate of 893,801 shares of Series D Preferred Stock in two private transactions. In the first transaction EIS sold 446,901 shares at \$0.75 per share and in the second transaction EIS sold 446,900 shares at \$0.75 per share.

(d) None.

(e) Not applicable.

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SIGNATURES

After reasonable inquiry and to the best of its knowledge and belief, each of the undersigned certifies that the information set forth in this statement is true, complete and correct.

Date: December 28, 2004

ELAN CORPORATION, PLC

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By: /s/ William F. Daniel

Name: William F. Daniel

Title: EVP and Company Secretary

ELAN INTERNATIONAL SERVICES, LTD.

By: /s/ Kevin Insley

Name: Kevin Insley

Title: President and Chief
Financial Officer

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