

INSMED INC  
Form 8-K  
March 08, 2007

---

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**  
**WASHINGTON, DC 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): March 7, 2007**

---

**INSMED INCORPORATED**

**(Exact Name of Registrant as Specified in Its Charter)**

---

**Virginia**

**(State or Other Jurisdiction of Incorporation)**

**0-30739**  
**(Commission File Number)**

**54-1972729**  
**(IRS Employer Identification No.)**

**8720 Stony Point Parkway, Suite 200, Richmond, Virginia**  
**(Address of Principal Executive Offices)**

**23235**  
**(Zip Code)**

**(804) 565-3000**

**(Registrant's Telephone Number, Including Area Code)**

---

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

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:

- 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))
-

**INFORMATION TO BE INCLUDED IN THE REPORT**

**Section 1 Registrant's Business and Operations**

**Item 1.01. Entry into a Material Definitive Agreement.**

On March 6, 2007, Insmmed Incorporated ( Insmmed ) entered into a Settlement, Development and License Agreement (the Agreement ) with Genentech, Inc. ( Genentech ) and Tercica, Inc. ( Tercica ). This Agreement lays out the terms of the settlement of all of the outstanding litigation between the companies, including the patent infringement suits brought by Tercica and Genentech against Insmmed in the United States (N.D. Cal.) and United Kingdom, and the unfair business practices suit (E.D. Virginia). The material provisions of this Agreement are described in a joint March 6, 2007 press release which is attached hereto as Exhibit 99.1 and is incorporated herein by this reference.

**Item 9.01. Financial Statements and Exhibits**

(d) Exhibits

99.1 Press Release, dated March 6 2007

**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.

Date: March 7, 2007

**Insmmed Incorporated**

By: /s/ Kevin P. Tully  
Name: Kevin P. Tully C.G.A.,  
Title: Executive Vice President & Chief

Financial Officer

**EXHIBIT INDEX**

<b>Exhibit No.</b>	<b>Description</b>
99.1	Press Release, dated March 6 2007

- 4 -