

IntelGenx Technologies Corp.  
Form 8-K  
March 31, 2011

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**UNITED STATES  
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): **March 31, 2011**

**IntelGenx Technologies Corp.**

*(Exact name of registrant as specified in charter)*

**Delaware**  
*(State or other jurisdiction of  
incorporation or organization)*

**000-31187**  
*(Commission File No.)*

**87-0638336**  
*(IRS Employer  
Identification No.)*

**6425 Abrams, Ville Saint Laurent, Quebec, H4S 1X9 Canada**  
*(Address of principal executive offices)*

Registrant's telephone number, including area code: **(514) 331-7440**

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))
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**Item 5.03 Amendments to Articles of Incorporation or Bylaws; Change in Fiscal Year.**

Effective on March 31, 2011, the Board of Directors (the Board ) of IntelGenx Technologies Corp. (the Company ) adopted the Amended and Restated By-Laws of IntelGenx Technologies Corp. (the Amended By-Laws ) pursuant to which the original by-laws of the Company were amended to, among other things, provide that:

- ◇ the holders of one-third of the shares of the capital stock of the Company issued and outstanding and entitled to vote at a stockholder meeting shall constitute a quorum for the transaction of business; and
- ◇ the number of directors that shall constitute the whole Board shall be fixed by resolution of the Board, from time to time, subject to applicable law.

The foregoing is a summary of certain material terms and conditions of the Amended By-Laws and not a complete discussion. Accordingly, the foregoing is qualified in its entirety by reference to the full text of the Amended By-Laws attached to this Current Report on Form 8-K in Exhibit 3.1 and incorporated herein by reference.

**Item 9.01 Financial Statements and Exhibits.**

(a) Financial statements of businesses acquired.

Not applicable.

(b) Pro forma financial information.

Not applicable.

(c) Shell company transactions.

Not applicable.

(d) Exhibits.

**Exhibit Description  
Number**

3.1 Amended and Restated By-Laws of IntelGenx Technologies Corp.

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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.

**INTELGENX TECHNOLOGIES CORP.**

(Registrant)

By: */s/ Horst Zerbe* \_\_\_\_\_

Name: Horst G. Zerbe

Title: President and Chief Executive Officer

Date: March 31, 2011

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