

ENDO PHARMACEUTICALS HOLDINGS INC
 Form 4
 July 06, 2007

FORM 4

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

OMB APPROVAL
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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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)
 07/03/2007

____ 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 Ownership (Instr. 4) |
|---|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | Code | V | Amount (A) or (D) Price | | |
| Common Stock, par value \$.01 per share | 07/03/2007 | | M | | 27,389 A \$ 9.4 0 | D | |
| Common Stock, par value \$.01 per share | 07/03/2007 | | M | | 32,271 A \$ 9.17 0 | D | |
| Common Stock, par value \$.01 per share | 07/03/2007 | | S | | 59,660 (1) D \$ 34.9 293,702 (2) | D | |

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

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(9-02)

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) | Amount or Number of Shares |
|---|--|--------------------------------------|--|--------------------------------|---|--|---|----------------------------|
| Stock options granted pursuant to 2000 Stock Incentive Plan | \$ 9.4 | 07/03/2007 | | M | 27,389 | ⁽³⁾ 08/08/2011 | Common Stock | 27,389 |
| Stock options granted pursuant to 2000 Stock Incentive Plan | \$ 9.17 | 07/03/2007 | | M | 32,271 | ⁽⁴⁾ 09/19/2012 | Common Stock | 32,271 |

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

07/06/2007

**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).

- Ms. Manogue had placed 59,660 of the shares underlying her stock options into a 10b5-1 pre-set selling program for a period of approximately 12 months, which began on July 1, 2007 (the "Manogue Pre-Set Selling Program"). The shares sold here were sold pursuant to the Manogue Pre-Set Selling Program, which leaves 0 shares (underlying options) in the Manogue Pre-Set Selling Program.
- (1) Ms. Manogue's beneficial ownership includes 30,835 shares of Endo common stock and 262,867 shares underlying options granted under the Endo Pharmaceuticals Holdings Inc. 2000 and 2004 Stock Incentive Plans. As of July 6, 2007, 95,194 of these options are exercisable.
 - (2) Of these 27,389 stock options, 6,847 were exercisable on August 8, 2002, 6,847 were exercisable on August 8, 2003, 6,847 were exercisable on August 8, 2004 and 6,848 were exercisable on August 8, 2005.
 - (3) Of these 32,271 stock options, 8,067 were exercisable on September 19, 2003, 8,068 were exercisable on September 19, 2004, 8,068 were exercisable on September 19, 2005 and 8,068 were exercisable on September 19, 2006.
 - (4)

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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