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NEOSE TECHNOLOGIES INC  
Form 8-K  
May 18, 2001

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): May 14, 2001

NEOSE TECHNOLOGIES, INC.

-----  
(Exact name of issuer as specified in charter)

DELAWARE  
(State or Other Jurisdiction  
of Incorporation or  
Organization)

0-27718  
(Commission  
file  
number)

13-3549286  
(I.R.S. Employer  
Identification  
Number)

102 Witmer Road,  
Horsham, Pennsylvania 19044  
(Address of principal executive offices)

(215) 441-5890

(Registrant's telephone number, including area code)

Item 5 - Other Events.

As is more fully described in the attached press release that is incorporated herein by reference, on May 18, 2001, Neose Technologies, Inc. announced that its Research and Development Agreement with Bristol-Myers Squibb Company (the "R&D Agreement") has been amended and assigned to Progenics Pharmaceuticals, Inc. The amendment to the R&D Agreement is filed as Exhibit 99.2 to this Current Report on Form 8-K. The summary descriptions of the transaction contained in this report and the press release are qualified in their entirety by reference to the amendment to the R&D Agreement filed as an exhibit hereto.

Item 7 - Financial Statements, Pro Forma Financial Information and Exhibits.

(c) Exhibits

Exhibit No.	Description
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- 99.1 Neose Technologies, Inc. Press Release dated May 18, 2001  
99.2 Amendment No. 1 to Research and Development Agreement,  
dated May 14, 2001, between Neose Technologies, Inc. and  
the Pharmaceutical Research Institute of Bristol-Myers  
Squibb Company.

### Signatures

Pursuant to the requirements of the Securities and Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned, hereunto duly authorized.

NEOSE TECHNOLOGIES, INC.

Date: May 18, 2001

By: /s/ P. Sherrill Neff  
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P. Sherrill Neff  
President, Chief Operating Officer,  
and Chief Financial Officer

### Index to Exhibits

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