

NOVADEL PHARMA INC  
Form 8-K  
December 10, 2004

**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, DC 20549**

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**FORM 8-K**

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**CURRENT REPORT PURSUANT  
TO SECTION 13 OR 15(D) OF THE  
SECURITIES EXCHANGE ACT OF 1934**

**Date of report (Date of earliest event reported) December 6, 2004**

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**NOVADEL PHARMA INC.**  
**(Exact Name of Registrant as Specified in Its Charter)**

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

**000-23399**  
**(Commission File No.)**

**22-2407152**  
**(I.R.S. Employer**  
**Identification No.)**

**25 Minneakoning Road**  
**Flemington, New Jersey 08822**  
**(Address of principal executive offices) (Zip Code)**

**(908) 782-3431**  
**(Registrant's telephone number, including area code)**

**N/A**  
**(Former name or former address, if changed since last report)**

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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)
- ..

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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))

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

On December 6, 2004, Dr. Henry Kwan joined NovaDel Pharma Inc. (the Company), as Head of Pharmaceutical Sciences. At this time, a definitive employment agreement has not been executed; however, the expected terms of Dr. Kwan's employment will be a three year term of employment and an annual base salary of \$235,000, subject to periodic review by the Company's board of directors. In addition, Dr. Kwan shall receive options to purchase a total of 150,000 shares of common stock of the Company pursuant to the terms and conditions of the Company's 1998 Stock Option Plan.

**Item 9.01. Financial Statements and Exhibits.**

(c) Exhibits.

99.1.

Press release dated December 8, 2004.

**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.

**NovaDel Pharma Inc.**

By: /s/ Gary A. Shangold

Name: Gary A. Shangold, Ph.D.

Title: President and Chief Executive Officer