

INDEVUS PHARMACEUTICALS INC
Form SC 13G/A
February 12, 2004

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

SCHEDULE 13G

(Rule 13d-102)

**Information Statement Pursuant to Rules 13d-1 and 13d-2
Under the Securities Exchange Act of 1934
(Amendment No. 1)***

Indevus Pharmaceuticals, Inc.

(Name of Issuer)

Common Stock

(Title of Class of Securities)

454072109

(CUSIP Number)

December 31, 2003

Date of Event Which Requires Filing of the Statement

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

- Rule 13d-1(b)
- Rule 13d-1(c)
- Rule 13d-1(d)

Edgar Filing: INDEVUS PHARMACEUTICALS INC - Form SC 13G/A

*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be deemed to be filed for the purpose of Section 18 of the Securities Exchange Act of 1934 (Act) or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

CUSIP NO. 454072109

13G

Page 2 of 22 Pages

1. NAME OF REPORTING PERSON
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

Citadel Limited Partnership

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*

(a)
(b)

3. SEC USE ONLY

4. CITIZENSHIP OR PLACE OF ORGANIZATION

Illinois limited partnership
U.S.A.

5. SOLE VOTING POWER

0

6. SHARED VOTING POWER

NUMBER OF
SHARES
BENEFICIALLY
OWNED BY
EACH
REPORTING
PERSON
WITH

800,000 shares of Common Stock

\$10,250,000 in principal amount of the Company's 6.25% Convertible Senior Notes (convertible into 1,539,964 shares of Common Stock)(1)

7. SOLE DISPOSITIVE POWER

0

8. SHARED DISPOSITIVE POWER

See Row 6 above.

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

See Row 6 above.

10. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES

CERTAIN SHARES*

11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

Approximately 4.8% as of December 31, 2003 (based on 47,260,661 shares of Common Stock issued and outstanding as of December 19, 2003, plus the shares of Common Stock issuable upon the conversion of the Convertible Senior Notes referred to in Row 6 above).

12. TYPE OF REPORTING PERSON*

PN; HC

(1) See footnote 1 in Item 4

Page 2 of 22

CUSIP NO. 454072109

13G

Page 3 of 22 Pages

1. NAME OF REPORTING PERSON
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

GLB Partners, L.P.

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*

(a)
(b)

3. SEC USE ONLY

4. CITIZENSHIP OR PLACE OF ORGANIZATION

Delaware limited partnership

U.S.A.

5. SOLE VOTING POWER

0

6. SHARED VOTING POWER

800,000 shares of Common Stock

NUMBER OF
SHARES
BENEFICIALLY
OWNED BY
EACH
REPORTING
PERSON
WITH

**\$10,250,000 in principal amount of the Company's 6.25% Convertible Senior Notes
(convertible into 1,539,964 shares of Common Stock)(1)**

7. SOLE DISPOSITIVE POWER

0

8. SHARED DISPOSITIVE POWER

See Row 6 above.

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

See Row 6 above.

10. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES

CERTAIN SHARES*

11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

Approximately 4.8% as of December 31, 2003 (based on 47,260,661 shares of Common Stock issued and outstanding as of December 19, 2003, plus the shares of Common Stock issuable upon the conversion of the Convertible Senior Notes referred to in Row 6 above).

12. TYPE OF REPORTING PERSON*

PN; HC

(1) See footnote 1 in Item 4

CUSIP NO. 454072109

13G

Page 4 of 22 Pages

1. NAME OF REPORTING PERSON
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

Citadel Investment Group, L.L.C.

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*

(a)
(b)

3. SEC USE ONLY

4. CITIZENSHIP OR PLACE OF ORGANIZATION

Delaware limited liability company

U.S.A.

5. SOLE VOTING POWER

0

6. SHARED VOTING POWER

800,000 shares of Common Stock

NUMBER OF
SHARES
BENEFICIALLY
OWNED BY
EACH
REPORTING
PERSON
WITH

\$10,250,000 in principal amount of the Company's 6.25% Convertible Senior Notes (convertible into 1,539,964 shares of Common Stock)(1)

7. SOLE DISPOSITIVE POWER

0

8. SHARED DISPOSITIVE POWER

See Row 6 above.

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

See Row 6 above.

10. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES

CERTAIN SHARES*

11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

Approximately 4.8% as of December 31, 2003 (based on 47,260,661 shares of Common Stock issued and outstanding as of December 19, 2003, plus the shares of Common Stock issuable upon the conversion of the Convertible Senior Notes referred to in Row 6 above).

12. TYPE OF REPORTING PERSON*

OO; HC

(1) See footnote 1 in Item 4

CUSIP NO. 454072109

13G

Page 5 of 22 Pages

1. NAME OF REPORTING PERSON
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

Kenneth Griffin

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*

(a)
(b)

3. SEC USE ONLY

4. CITIZENSHIP OR PLACE OF ORGANIZATION

U.S. Citizen

U.S.A.

5. SOLE VOTING POWER

0

6. SHARED VOTING POWER

NUMBER OF
SHARES
BENEFICIALLY
OWNED BY
EACH
REPORTING
PERSON
WITH

800,000 shares of Common Stock

\$10,250,000 in principal amount of the Company's 6.25% Convertible Senior Notes (convertible into 1,539,964 shares of Common Stock)(1)

7. SOLE DISPOSITIVE POWER

0

8. SHARED DISPOSITIVE POWER

See Row 6 above.

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

See Row 6 above.

10. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES

CERTAIN SHARES*

11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

Approximately 4.8% as of December 31, 2003 (based on 47,260,661 shares of Common Stock issued and outstanding as of December 19, 2003, plus the shares of Common Stock issuable upon the conversion of the Convertible Senior Notes referred to in Row 6 above).

12. TYPE OF REPORTING PERSON*

IN; HC

(1) See footnote 1 in Item 4

CUSIP NO. 454072109

13G

Page 6 of 22 Pages

1. NAME OF REPORTING PERSON
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

Citadel Wellington Partners L.P.

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*

(a)
(b)

3. SEC USE ONLY

4. CITIZENSHIP OR PLACE OF ORGANIZATION

Illinois limited partnership

5. SOLE VOTING POWER

0

6. SHARED VOTING POWER

NUMBER OF
SHARES
BENEFICIALLY
OWNED BY
EACH
REPORTING
PERSON
WITH

800,000 shares of Common Stock

\$10,250,000 in principal amount of the Company's 6.25% Convertible Senior Notes (convertible into 1,539,964 shares of Common Stock)(1)

7. SOLE DISPOSITIVE POWER

0

8. SHARED DISPOSITIVE POWER

See Row 6 above.

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

See Row 6 above.

10. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES

CERTAIN SHARES*

11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

Approximately 4.8% as of December 31, 2003 (based on 47,260,661 shares of Common Stock issued and outstanding as of December 19, 2003, plus the shares of Common Stock issuable upon the conversion of the Convertible Senior Notes referred to in Row 6 above).

12. TYPE OF REPORTING PERSON*

PN; HC

(1) See footnote 1 in Item 4

CUSIP NO. 454072109

13G

Page 7 of 22 Pages

1. NAME OF REPORTING PERSON
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

Citadel Kensington Global Strategies Fund Ltd.

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*

(a)
(b)

3. SEC USE ONLY

4. CITIZENSHIP OR PLACE OF ORGANIZATION

Bermuda company

5. SOLE VOTING POWER

0

6. SHARED VOTING POWER

NUMBER OF
SHARES
BENEFICIALLY
OWNED BY
EACH
REPORTING
PERSON
WITH

800,000 shares of Common Stock

**\$10,250,000 in principal amount of the Company's 6.25%
Convertible Senior Notes (convertible into 1,539,964 shares of Common Stock)(1)**

7. SOLE DISPOSITIVE POWER

0

8. SHARED DISPOSITIVE POWER

See Row 6 above.

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

See Row 6 above.

10. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES

CERTAIN SHARES*

11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

Approximately 4.8% as of December 31, 2003 (based on 47,260,661 shares of Common Stock issued and outstanding as of December 19, 2003, plus the shares of Common Stock issuable upon the conversion of the Convertible Senior Notes referred to in Row 6 above).

12. TYPE OF REPORTING PERSON*

CO; HC

(1) See footnote 1 in Item 4

CUSIP NO. 454072109

13G

Page 8 of 22 Pages

1. NAME OF REPORTING PERSON
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

Citadel Equity Fund Ltd.

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*

(a)
(b)

3. SEC USE ONLY

4. CITIZENSHIP OR PLACE OF ORGANIZATION

Cayman Islands company

5. SOLE VOTING POWER

0

6. SHARED VOTING POWER

NUMBER OF
SHARES
BENEFICIALLY
OWNED BY
EACH
REPORTING
PERSON
WITH

800,000 shares of Common Stock

\$10,250,000 in principal amount of the Company's 6.25% Convertible Senior Notes (convertible into 1,539,964 shares of Common Stock)(1)

7. SOLE DISPOSITIVE POWER

0

8. SHARED DISPOSITIVE POWER

See Row 6 above.

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

See Row 6 above.

10. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES

CERTAIN SHARES*

11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

Approximately 4.8% as of December 31, 2003 (based on 47,260,661 shares of Common Stock issued and outstanding as of December 19, 2003, plus the shares of Common Stock issuable upon the conversion of the Convertible Senior Notes referred to in Row 6 above).

12. TYPE OF REPORTING PERSON*

CO

(1) See footnote 1 in Item 4

CUSIP NO. 454072109

13G