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:

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

\*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).

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CUSIP NO. 454072109

NAME OF REPORTING PERSON 1. 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 CITIZENSHIP OR PLACE OF ORGANIZATION 4. Illinois limited partnership U.S.A. 5. SOLE VOTING POWER 6. SHARED VOTING POWER NUMBER OF 800,000 shares of Common Stock **SHARES BENEFICIALLY** OWNED BY \$10,250,000 in principal amount of the Company s 6.25% Convertible **EACH** Senior Notes (convertible into 1,539,964 shares of Common Stock)(1) REPORTING **PERSON** 7. SOLE DISPOSITIVE POWER WITH SHARED DISPOSITIVE POWER 8. See Row 6 above. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 9. See Row 6 above. 10. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES **CERTAIN SHARES\*** o 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 footnot	te 1 in Item 4		
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CUSIP NO. 454072109

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) ý (b) 3. SEC USE ONLY CITIZENSHIP OR PLACE OF ORGANIZATION 4. **Delaware limited partnership** U.S.A. 5. SOLE VOTING POWER SHARED VOTING POWER 6. NUMBER OF 800,000 shares of Common Stock **SHARES** BENEFICIALLY \$10,250,000 in principal amount of the Company s 6.25% Convertible Senior Notes OWNED BY (convertible into 1,539,964 shares of Common Stock)(1) **EACH** REPORTING **PERSON** 7. SOLE DISPOSITIVE POWER WITH 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\*** o PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9) 11.

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) S	ee footno	te 1 in Item 4	
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		Page 3 of 22	_

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 CITIZENSHIP OR PLACE OF ORGANIZATION 4. Delaware limited liability company U.S.A. 5. SOLE VOTING POWER SHARED VOTING POWER 6. 800,000 shares of Common Stock NUMBER OF **SHARES BENEFICIALLY** \$10,250,000 in principal amount of the Company s 6.25% Convertible OWNED BY Senior Notes (convertible into 1,539,964 shares of Common Stock)(1) **EACH** REPORTING SOLE DISPOSITIVE POWER **PERSON** 7. WITH 0 8. SHARED DISPOSITIVE POWER See Row 6 above. 9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON See Row 6 above. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES 10. **CERTAIN SHARES\*** o 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\*

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(1) See footnote 1 in Item 4

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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) ý (b) 3. SEC USE ONLY CITIZENSHIP OR PLACE OF ORGANIZATION 4. U.S. Citizen U.S.A. 5. SOLE VOTING POWER SHARED VOTING POWER 6. NUMBER OF 800,000 shares of Common Stock **SHARES BENEFICIALLY** \$10,250,000 in principal amount of the Company s 6.25% Convertible OWNED BY Senior Notes (convertible into 1,539,964 shares of Common Stock)(1) **EACH** REPORTING SOLE DISPOSITIVE POWER 7. **PERSON** WITH 8. SHARED DISPOSITIVE POWER See Row 6 above. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 9. See Row 6 above. 10. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES **CERTAIN SHARES\*** o PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9) 11. 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).

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IN: HC

TYPE OF REPORTING PERSON\*

(1) See footnote 1 in Item 4

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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 CITIZENSHIP OR PLACE OF ORGANIZATION 4. Illinois limited partnership SOLE VOTING POWER 6. SHARED VOTING POWER NUMBER OF 800,000 shares of Common Stock **SHARES BENEFICIALLY** \$10,250,000 in principal amount of the Company s 6.25% Convertible OWNED BY Senior Notes (convertible into 1,539,964 shares of Common Stock)(1) **EACH** REPORTING SOLE DISPOSITIVE POWER 7. **PERSON** WITH SHARED DISPOSITIVE POWER 8. See Row 6 above. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 9. See Row 6 above.

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

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

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\*

**CERTAIN SHARES\*** 

PN: HC

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CUSIP NO. 454072109

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(1) See footnote 1 in Item 4

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CUSIP NO. 454072109 13G Page 7 of 22 Pages NAME OF REPORTING PERSON 1. 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 SOLE VOTING POWER 5. 6. SHARED VOTING POWER NUMBER OF 800,000 shares of Common Stock **SHARES** BENEFICIALLY OWNED BY \$10,250,000 in principal amount of the Company s 6.25% **EACH** Convertible Senior Notes (convertible into 1,539,964 shares of Common Stock)(1) REPORTING **PERSON** 7. SOLE DISPOSITIVE POWER WITH 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).

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12. TYPE OF REPORTING PERSON\*

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(1) See footnote 1 in Item 4

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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 SOLE VOTING POWER 6. SHARED VOTING POWER NUMBER OF 800,000 shares of Common Stock **SHARES** BENEFICIALLY OWNED BY \$10,250,000 in principal amount of the Company s 6.25% Convertible **EACH** Senior Notes (convertible into 1,539,964 shares of Common Stock)(1) REPORTING **PERSON** 7. SOLE DISPOSITIVE POWER WITH 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

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

**CERTAIN SHARES\*** 

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).

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12.	TYPE OF REPORTING PERSON*
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