

RIGEL PHARMACEUTICALS INC

Form 8-K

August 04, 2003

**UNITED STATES  
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): **August 1, 2003**

**RIGEL PHARMACEUTICALS, INC.**

(Exact name of registrant as specified in its charter)

**Delaware**

(State or other jurisdiction of  
incorporation)

**0-29889**

(Commission File Number)

**94-3248524**

(IRS Employer Identification  
No.)

**1180 Veterans Blvd., South San Francisco, CA 94080**

(Address of principal executive offices and zip code)

**(650) 624-1100**

(Registrant's telephone number, including area code)

---

**Item 5.**

On August 1, 2003, Rigel Pharmaceuticals, Inc. ( Rigel ) announced the completion of a previously-announced stockholder rights offering. Stockholders subscribed for an aggregate of 1,615,705 shares of Rigel common stock at \$5.76 per share with gross proceeds totaling approximately \$9.3 million. The share numbers and purchase prices referenced throughout this Form 8-K and related exhibit reflect the previously-announced one-for-nine reverse stock split effected by Rigel on June 24, 2003.

Rigel s press release with respect to the closing of the rights offering is attached as Exhibit 99.1. This press release is incorporated herein by reference.

The press release contains forward-looking statements, including statements related to the sufficiency of Rigel s cash resources. Any statements contained in the press release that are not statements of historical fact may be deemed to be forward-looking statements. Words such as plans, intends and similar expressions are intended to identify these forward-looking statements. There are a number of important factors that could cause Rigel s results to differ materially from those indicated by these forward-looking statements, including risks associated with the timing and success of clinical trials as well as the risks detailed from time to time in Rigel s SEC reports, including its Quarterly Report on Form 10-Q for the quarter ended March 31, 2003 and Annual Report on Form 10-K, as amended, for the year ended December 31, 2002. Rigel does not undertake any obligation to update forward-looking statements.

**Item 7. Financial Statements and Exhibits**

(a) and (b) Not Applicable.

(c) Exhibits.

| <b>Exhibit Number</b> | <b>Description</b>  |
|-----------------------|---|
| Exhibit 99.1          | Press release entitled Rigel Completes Stockholder Rights Offering, dated August 1, 2003. |

**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.

**Rigel Pharmaceuticals, Inc.**

Dated: August 4, 2003

By:

/s/ James H. Welch  
James H. Welch  
Vice President, Chief Financial Officer and  
Secretary

**EXHIBIT INDEX**

| <b>Exhibit Number</b> | <b>Description</b>  |
|-----------------------|---|
| Exhibit 99.1          | Press release entitled Rigel Completes Stockholder Rights Offering, dated August 1, 2003. |