

ATHEROGENICS INC  
Form 8-K  
February 28, 2006

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 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): **February 28, 2006**

ATHEROGENICS, INC.  
(Exact Name of Registrant as Specified in its Charter)

<b>Georgia</b> (State or other jurisdiction of incorporation)	<b>0-31261</b> (Commission File Number)	<b>58-2108232</b> (I.R.S. Employer Identification Number)
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**8995 Westside Parkway**  
**Alpharetta, GA 30004**  
(Address of principal executive offices)

Registrant's telephone number, including area code **(678) 336-2500**

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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)
- 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 2.02. Results of Operations and Financial Condition.**

On February 28, 2006, AtheroGenics, Inc. issued a press release to report the company's financial results for the fourth quarter and twelve months ended December 31, 2005. A copy of the press release is attached to this current report on Form 8-K as Exhibit 99.1.

**Item 8.01 Other Events.**

On February 28, 2006, AtheroGenics, Inc. announced that the Company's current estimate of the ARISE clinical trial's combined event rate is slightly below nine percent, which is lower than they had anticipated when they began the trial. As a result, the Company announced their intention to begin closing down the ARISE trial on June 1, 2006. The Company stated that their goal is to announce top line results from the ARISE trial in the second half of 2006, followed by completing and submitting their New Drug Application package to the Food and Drug Administration in early 2007.

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

The following exhibit is furnished as part of this current report on Form 8-K.

<u>Exhibit</u> <u>No.</u>	<u>Description</u>
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99.1	- Press Release dated February 28, 2006
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**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.

**ATHEROGENICS, INC.**

Date: February 28, 2006

/s/MARK P. COLONNESE

Mark P. Colonnese

Senior Vice President of Finance and

Administration and Chief Financial Officer

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**EXHIBIT INDEX**

<u>Exhibit No.</u>	<u>Description</u>
99.1	- Press Release dated February 28, 2006