

MANOGUE CAROLINE B

Form 4

February 28, 2013

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

Check this box
if no longer
subject to
Section 16.
Form 4 or
Form 5
obligations
may continue.
See Instruction
1(b).

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF
SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section
30(h) of the Investment Company Act of 1940

OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person *
MANOGUE CAROLINE B

2. Issuer Name **and** Ticker or Trading
Symbol
ENDO HEALTH SOLUTIONS INC.
[ENDP]

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)
1400 ATWATER DRIVE
(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
02/26/2013

____ Director ____ 10% Owner
____X____ Officer (give title ____ Other (specify
below) below)
Exec. V.P., CLO & Secy

MALVERN, PA 19355

4. If Amendment, Date Original
Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check
Applicable Line)
____X____ Form filed by One Reporting Person
____ Form filed by More than One Reporting
Person

(City) (State) (Zip)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)
Common Stock, par value, \$.01 per share	02/26/2013 ⁽¹⁾		F	1,072 ⁽²⁾	\$ 28.09 ⁽³⁾	2,170	D
Common Stock, par value, \$.01 per share	02/26/2013 ⁽⁴⁾		F	896 ⁽²⁾	\$ 28.09 ⁽⁵⁾	2,037	D
Common Stock, par value, \$.01 per share	02/27/2013 ⁽⁶⁾		F	3,346 ⁽²⁾	\$ 30.03 ⁽³⁾	7,452	D

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Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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(9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

MANOGUE CAROLINE B
1400 ATWATER DRIVE
MALVERN, PA 19355

Exec. V.P., CLO & Secy

Signatures

/s/ Caroline B. Manogue, by power of
attorney

02/28/2013

__Signature of Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

- (1) Twenty-five percent (25%) of Ms. Manogue's February 22, 2012 grant of restricted stock units (RSUs) vested on February 22, 2013. Upon issuance, certain shares are withheld by the Company to satisfy tax obligations on shares acquired.
- (2) These shares represent stock withheld by the Company to satisfy tax withholding obligations on shares acquired upon vesting of restricted stock units.
- (3) Represents the value of shares withheld by the Company to cover tax withholding obligations.
- (4) Twenty-five percent (25%) of Ms. Manogue's February 23, 2011 grant of restricted stock units (RSUs) vested on February 23, 2013. Upon issuance, certain shares are withheld by the Company to satisfy tax obligations on shares acquired.
- (5)

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Represents the value of shares withheld by the Company to cover tax withholding obligations. As February 23, 2013 was a Saturday, the average of the high and low price of Company stock traded on the prior trading day was utilized.

- (6) One-hundred percent (100%) of Ms. Manogue's February 26, 2009 grant of restricted stock units (RSUs) vested on February 26, 2013. Upon issuance, certain shares are withheld by the Company to satisfy tax obligations on shares acquired.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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