

ATHEROGENICS INC  
Form 8-K  
October 10, 2008

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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): October 10, 2008

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

|   |  |   |
|---|--|---|
| Georgia<br>(State or other<br>jurisdiction<br>of incorporation) | 0-31261<br>(Commission<br>File Number) | 58-2108232<br>(I.R.S. Employer<br>Identification<br>Number) |
|---|--|---|

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 3.01 Notice of Delisting or Failure to Satisfy a Continued Listing Rule or Standard; Transfer of Listing

On October 10, 2008, AtheroGenics, Inc. (the “Company”) issued a press release announcing that on October 10, 2008 it received notification from the Nasdaq Stock Market indicating that the staff of the Nasdaq Stock Market had determined, in accordance with NASDAQ Marketplace Rules 4300, 4450(f) and IM-4300, that the Company’s common stock should be delisted from the Nasdaq Global Market in light of the Company's filing under Chapter 11 of the United States Bankruptcy Code. Trading in the Company’s common stock on the Nasdaq Global Market will be suspended at the opening of business on October 14, 2008. The Company expects that its common stock will continue to trade on the over-the-counter market or the Pink Sheets.

A copy of the press release is attached to this current report on Form 8-K as Exhibit 99.1 and is incorporated herein by reference.

Item 9.01. Financial Statements and Exhibits.

The following exhibits are filed with this current report on Form 8-K.

| Exhibit No. | Description                           |
|-------------|---------------------------------------|
| 99.1        | Press Release, dated October 10, 2008 |

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SIGNATURE

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: October 10, 2008

By: MARK P. COLONNESE  
Mark P. Colonnese  
Executive Vice President, Commercial  
Operations  
and Chief Financial Officer

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EXHIBIT INDEX

| Exhibit No. | Description                           |
|-------------|---------------------------------------|
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