

ENDO PHARMA LLC
Form 4
December 05, 2005

FORM 4

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
ENDO PHARMA LLC

2. Issuer Name and Ticker or Trading Symbol
ENDO PHARMACEUTICALS HOLDINGS INC [ENDP]

5. Relationship of Reporting Person(s) to Issuer
(Check all applicable)

(Last) (First) (Middle)
320 PARK AVENUE
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
12/02/2005

____ Director
____ Officer (give title below)
 10% Owner
____ Other (specify below)

NEW YORK, NY 10022
(City) (State) (Zip)

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

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

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)
				Code	V Amount (A) or (D) Price			
Common Stock, par value \$.01 per share	12/02/2005		X	6,024	D	\$ 2.42 20,485,036	D	
Common Stock, par value \$.01 per share	12/02/2005		X	494	D	\$ 2.42 20,484,542	D	
Common Stock, par value \$.01 per share	12/02/2005		X	2,108	D	\$ 2.42 20,482,434	D	

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Common Stock, par value \$.01 per share	12/02/2005	X	750	D	\$ 2.42	20,481,684	D
Common Stock, par value \$.01 per share	12/02/2005	X	3,174	D	\$ 2.42	20,478,510	D
Common Stock, par value \$.01 per share	12/02/2005	X	609	D	\$ 3	20,477,901	D
Common Stock, par value \$.01 per share	12/02/2005	X	1,713	D	\$ 3	20,476,188	D
Common Stock, par value \$.01 per share	12/02/2005	X	511	D	\$ 3	20,475,677	D
Common Stock, par value \$.01 per share	12/02/2005	X	132	D	\$ 3	20,475,545	D

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)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
	\$ 2.42	12/02/2005		X	(A) 6,024	10/13/2005	08/26/2007		6,024

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Call Option (obligation to sell)								Common Stock	
Call Option (obligation to sell)	\$ 2.42	12/02/2005	X	494	10/13/2005	08/26/2007		Common Stock	494
Call Option (obligation to sell)	\$ 2.42	12/02/2005	X	2,108	10/13/2005	08/26/2007		Common Stock	2,108
Call Option (obligation to sell)	\$ 2.42	12/02/2005	X	750	10/13/2005	08/26/2007		Common Stock	750
Call Option (obligation to sell)	\$ 2.42	12/02/2005	X	3,174	10/13/2005	08/26/2007		Common Stock	3,174
Call Option (obligation to sell)	\$ 3	12/02/2005	X	609	10/13/2005	08/26/2007		Common Stock	609
Call Option (obligation to sell)	\$ 3	12/02/2005	X	1,713	10/13/2005	08/26/2007		Common Stock	1,713
Call Option (obligation to sell)	\$ 3	12/02/2005	X	511	10/13/2005	08/26/2007		Common Stock	511
Call Option (obligation to sell)	\$ 3	12/02/2005	X	132	10/13/2005	08/26/2007		Common Stock	132

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
ENDO PHARMA LLC 320 PARK AVENUE NEW YORK, NY 10022		X		

Signatures

/s/ Jeffrey R. Black Chief Financial
Officer 12/05/2005

__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).

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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