

AVANIR PHARMACEUTICALS

Form 8-K

September 01, 2004

**Table of Contents**

**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 26, 2004**

**Avanir Pharmaceuticals**

(Exact name of registrant as specified in its charter)

**001-15803**

(Commission File Number)

**California**

(State or other jurisdiction of  
incorporation)

**33-0314804**

(I.R.S. Employer Identification No.)

**11388 Sorrento Valley Road, Suite 200, San Diego, California 92121**

(Address of principal executive offices, with zip code)

**(858) 622-5200**

(Registrant's telephone number, including area code)

**Not applicable**

(Former name or former address, if changed since last report)

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))

**TABLE OF CONTENTS**

Item 5.03 Amendments to Articles of Incorporation or Bylaws; Change in Fiscal Year

Item 9.01 Financial Statements and Exhibits

SIGNATURES

EXHIBIT 3.2

---

**Table of Contents**

**Item 5.03 Amendments to Articles of Incorporation or Bylaws; Change in Fiscal Year**

On August 26, 2004, the registrant amended and restated its Bylaws. A copy of the Amended and Restated Bylaws is attached hereto as Exhibit 3.2.

**Item 9.01 Financial Statements and Exhibits**

<b><u>Exhibit</u></b>	<b><u>Description</u></b>
3.2	Amended and Restated Bylaws, adopted August 26, 2004

**Table of Contents**

**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.

**Avanir Pharmaceuticals**

Date: September 1, 2004

By: /s/ Gregory P. Hanson  
Gregory P. Hanson, CMA  
Chief Financial Officer

-3-