

Edgar Filing: INTERPHARM HOLDINGS INC - Form 8-K

INTERPHARM HOLDINGS INC  
Form 8-K  
July 18, 2005

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) July 12, 2005  
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Interpharm Holdings, Inc.  
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(Exact name of Registrant as specified in charter)

|  |                          |                                   |
|--|--------------------------|-----------------------------------|
| Delaware                                       | 0-22710                  | 13-3673965                        |
| -----  | -----                    | -----                             |
| (State or other jurisdiction of incorporation) | (Commission File Number) | (IRS Employer Identification No.) |
| 75 Adams Avenue, Hauppauge, New York           |                          | 11725                             |
| -----  | -----                    | -----                             |
| (Address of principal executive offices)       |                          | (Zip Code)                        |

Registrant's telephone number, including area code: (631) 952-0214  
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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:

- 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 1.01 Entry Into a Material Definitive Agreement

Interpharm Holdings, Inc. (the "Company") has entered into an agreement with Centrix Pharmaceutical, Inc. ("Centrix") whereby Centrix will have exclusive distribution rights in the United States to a female hormone product to be manufactured and supplied by Interpharm. Pursuant to its terms, the Agreement will commence upon the first shipment of the product to Centrix which is anticipated to be within the next 30 days.

The agreement has a ten year term but , under certain circumstances, may

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be terminated by Centrix at any time after the first year of the agreement's term is completed. Pursuant to the terms of the agreement, Centrix is required to purchase \$11.5 million of the product during the first year of the agreement's term. There are also additional annual minimum purchase requirements after the first year of the agreement's term for so long as the agreement remains in effect. In the event that the Agreement is terminated at any time, or for any reason, the Company maintains the right to market the product alone or with a third party.

A copy of the agreement is annexed hereto as Exhibit 99.1. The foregoing description is qualified by the contents of the agreement.

On July 18, 2005, the Company issued a press release announcing the agreement with Centrix. A copy of the press release is furnished as an Exhibit to this Current Report on Form 8-K (Exhibit 99.2).

### Item 9.01 Financial Statements and Exhibits

The following exhibits are filed as part of this Current Report on Form 8-K:

| Exhibit No. | Description  |
|-------------|--|
| 99.1        | Supply Agreement between Interpharm Holdings, Inc. and Centrix Pharmaceutical, Inc.          |
| 99.2        | July 18, 2005 Press Release announcing the Supply Agreement between the Company and Centrix. |

### 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.

INTERPHARM HOLDINGS, INC.

July 18, 2005

By: /s/ George Aronson

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George Aronson  
Chief Financial Officer