

IntelGenx Technologies Corp.  
Form 8-K  
February 14, 2012

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

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**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): **February 14, 2012**

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**IntelGenx Technologies Corp.**

*(Exact name of registrant as specified in its charter)*

<b>Delaware</b> <i>(State or other jurisdiction of incorporation)</i>	<b>000-31187</b> <i>(Commission File Number)</i>	<b>87-0638336</b> <i>(IRS Employer Identification No.)</i>
<b>6425 Abrams, Ville Saint Laurent, Quebec, H4S 1X9 Canada</b> <i>(Address of principal executive offices, including zip code)</i>		

Registrant's telephone number, including area code: **(514) 331-7440**

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.):

- 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))
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**Item 1.01 Entry Into a Material Definitive Agreement.**

On February 14, 2012, IntelGenx Corp., a wholly owned subsidiary of IntelGenx Technologies Corp. (the Company ), announced that it has entered into an exclusive agreement with Edgemont Pharmaceuticals, LLC ( Edgemont ) for the commercialization of IntelGenx lead product CPI-300 in the United States (U.S.).

Under the terms of the agreement, Edgemont has obtained certain exclusive rights to market and sell CPI-300 in the U.S. In exchange IntelGenx will receive a \$1.0 million upfront payment and launch related milestones totalling up to \$4.0 million and will be eligible for additional milestones upon achieving certain sales and exclusivity targets of up to a further \$23.5 million. IntelGenx will also receive tiered double-digit royalties on the net sales of CPI-300.

On February 14, 2012, the Company issued a press release announcing entry into the Agreement, a copy of which is attached hereto as Exhibit 99.1 and incorporated herein by reference.

**Item 9.01 Financial Statements and Exhibits.**

(a) Financial statements of businesses acquired.

Not applicable.

(b) Pro forma financial information.

Not applicable.

(c) Shell company transactions.

Not applicable.

(d) Exhibits.

**Exhibit**

**Number Description**

99.1 Press Release of IntelGenx Technologies Corp. dated as of February 14, 2012.

**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.

**INTELGEX TECHNOLOGIES CORP.**

By: /s/ Horst G. Zerbe

Name: Horst G. Zerbe

Title: President and Chief Executive Officer

Date: February 14, 2012