

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

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

IntelGenx Technologies Corp.

(Exact name of registrant as specified in its charter)

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

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.

INTELGENX TECHNOLOGIES CORP.

By: /s/ Horst G. Zerbe

Name: Horst G. Zerbe

Title: President and Chief Executive Officer

Date: February 14, 2012

-3-
