

DISCOVERY PARTNERS INTERNATIONAL INC
Form 8-K
April 28, 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): **April 22, 2005**

DISCOVERY PARTNERS INTERNATIONAL, INC.

(Exact name of registrant as specified in its charter)

Delaware
(State or other jurisdiction of
incorporation)

000-31141
(Commission File Number)

33-0655706
(I.R.S. Employer
Identification No.)

9640 Towne Centre Drive
San Diego, California
(Address of principal executive offices)

92121
(Zip Code)

Registrant's telephone number, including area code: **(858) 455-8600**

Not Applicable.

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

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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:

- o Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
 - o Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
 - o Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
 - o 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 April 22, 2005, Discovery Partners International, Inc. (Discovery Partners), through its subsidiary Discovery Partners International AG, entered into and completed a Business Transfer Agreement with Biofrontera Discovery GmbH (Biofrontera), a biotechnology company in Heidelberg, Germany and Biofrontera AG, a subsidiary of Biofrontera. Pursuant to the agreement Discovery Partners will acquire substantially all the assets and assume certain liabilities of Biofrontera for an aggregate purchase price of 980,000 (Euros nine hundred eighty thousand), plus any applicable value added tax.

SIGNATURE

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.

DISCOVERY PARTNERS INTERNATIONAL, INC.

Dated: April 28, 2005

| | |
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| By: | /s/ Craig Kussman |
| Name: | Craig Kussman |
| Title: | Chief Financial Officer, Senior Vice President, Finance and Administration, Secretary |