

IRONWOOD PHARMACEUTICALS INC  
Form 8-K  
February 07, 2011

**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 3, 2011**

**IRONWOOD PHARMACEUTICALS, INC.**

(Exact name of registrant as specified in its charter)

**Delaware**  
(State of incorporation  
or organization)

**001-34620**  
(Commission file number)

**04-3404176**  
(I.R.S. Employer  
Identification Number)

**301 Binney Street**  
**Cambridge, Massachusetts**  
(Address of principal  
executive offices)

**02142**  
(Zip code)

**(617) 621-7722**

Registrant's telephone number.

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including area code

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))
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**Item 1.01. Entry into a Material Definitive Agreement.**

On February 3, 2011, Ironwood Pharmaceuticals, Inc. ( Ironwood ) and BMR-Rogers Street LLC (the Landlord ) entered into a Fourth Amendment to Lease (the Amendment ). Ironwood and the Landlord are parties to a Lease dated as of January 12, 2007, as previously amended on April 9, 2009, February 9, 2010 and July 1, 2010 (the Lease ), under which Ironwood leases office and laboratory space at 301 Binney Street, Cambridge, Massachusetts (the Facility ) from the Landlord.

The Amendment provides that, among other things, as of February 3, 2011, Ironwood leases from the Landlord an additional 23,307 square feet of the Facility, with rent for such space commencing no later than February 15, 2012. The rent will be \$42.50 per rentable square foot per year, increasing annually by \$0.50 per rentable square foot. Under the terms of the Amendment, the Landlord will provide Ironwood with a finish work allowance of \$40.00 per rentable square foot of additional space.

The Amendment does not change the January 31, 2016 expiration date of the Lease.

**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.

**Ironwood Pharmaceuticals, Inc.**

Dated: February 7, 2011

|        |                        |   |
|--------|------------------------|---|
| By:    | /s/ Michael J. Higgins |   |
| Name:  |                        | Michael J. Higgins                                  |
| Title: |                        | Chief Operating Officer and Chief Financial Officer |