

Holveck David
 Form 4
 December 19, 2011

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
 Washington, D.C. 20549

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
 Holveck David

2. Issuer Name and Ticker or Trading Symbol
 ENDO PHARMACEUTICALS HOLDINGS INC [ENDP]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)
 12/15/2011

Director 10% Owner
 Officer (give title below) Other (specify below)
 President & CEO

C/O ENDO PHARMACEUTICALS, 100 ENDO BOULEVARD

(Street)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

CHADDS FORD, PA 19317

(City) (State) (Zip)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Ownership (Instr. 4) | |
|---|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|--|
| | | | Code | V | Amount | (A) or (D) | Price | |
| Common Stock, par value, \$.01 per share | 12/15/2011 | | G | | 191,407 <u>(1)</u> | D <u>(2)</u> | \$ 0 0 | D |
| Common Stock, par value, \$0.01 per share | 12/15/2011 | | G | | 191,407 | A <u>(2)</u> | \$ 0 191,407 | I 2011 Grantor Retained Annuity Trust |

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Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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(9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transaction Code (Instr. 8) | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | | 7. Title and Amount of Underlying Security (Instr. 3 and 4) | 8. An Nu Sh |
|--|--|--------------------------------------|--|--------------------------------|---|--|-----------------|---|-------------|
| | | | | | | Date Exercisable | Expiration Date | | |
| 2007 Stock Incentive Plan Stock Options | \$ 19.93 | 12/15/2011 | | G | 191,406 <u>(3)</u> | <u>(3)</u> | 02/26/2019 | Common Stock | 19 |
| 2007 Stock Incentive Plan Stock Options | \$ 19.93 | 12/15/2011 | | G | 191,406 | <u>(3)</u> | 02/26/2019 | Common Stock | 19 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|-----------------|-------|
| | Director | 10% Owner | Officer | Other |
| Holveck David C/O ENDO PHARMACEUTICALS 100 ENDO BOULEVARD CHADDS FORD, PA 19317 | X | | President & CEO | |

Signatures

/s/ Caroline B. Manogue, by power of attorney

12/19/2011

**Signature of Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, see Instruction 4(b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

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- This number represents vested options of Mr. Holveck's 2007 Stock Incentive Plan Options granted on February 26, 2009 in connection with Mr. Holveck's service as the Registrant's President & Chief Executive Officer. The respective options vested on February 26, 2010 and February 26, 2011.
- (1) This reported transaction occurred in connection with Mr. Holveck's personal financial planning and was a transfer by Mr. Holveck to a 2011 Grantor Retained Annuity Trust, of which Mr. Holveck serves as a trustee.
 - (2) This number represents the unvested options of Mr. Holveck's 2007 Stock Incentive Plan Options granted on February 26, 2009. The respective options will vest on February 26, 2012 and February 26, 2013.
 - (3)

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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