

ENDOLOGIX INC /DE/  
Form 8-K  
October 17, 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): October 16, 2012

ENDOLOGIX, INC.  
(Exact name of registrant as specified in its charter)

Delaware  
(State or other jurisdiction  
of incorporation)

000-28440  
(Commission  
File Number)

68-0328265  
(I.R.S. Employer  
Identification No.)

11 Studebaker, Irvine, CA  
(Address of principal executive offices)

92618  
(Zip Code)

Registrant's telephone number, including area code: (949) 595-7200

N/A  
(Former name or former address, if changed since last report)  
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:

- 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 October 16, 2012, Endologix, Inc. (the “Company”) entered into a settlement agreement (the “Agreement”) with Cook Incorporated, Cook Group, and Cook Medical, Inc. (collectively, “Cook”) resolving the patent infringement lawsuit filed by Cook that had been pending in the U.S. District Court for the Southern District of Indiana (the “Court”) since October 8, 2009. As part of the Agreement, and without admitting any liability, the Company agreed to make a one-time cash payment to Cook of \$5,000,000.

The foregoing description of the Agreement does not purport to be complete and is qualified in its entirety by reference to the Agreement, which the Company intends to file with the Securities and Exchange Commission as an exhibit to its annual report on Form 10-K for the fiscal year ended December 31, 2012.

On October 17, 2012, the Company issued a press release announcing the settlement of the litigation matter with Cook. A copy of that press release is attached hereto as Exhibit 99.1.

Item 9.01. Financial Statements and Exhibits.

(d) Exhibits

Exhibit Number  
99.1

Description  
Press Release dated October 17, 2012.

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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.

October 16, 2012

ENDOLOGIX, INC.

/s/ Robert J. Krist  
Robert J. Krist  
Chief Financial Officer