ELITE PHARMACEUTICALS INC /DE/ Form SC 13G/A February 16, 2010

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

SCHEDULE 13G/A (Rule 13d-102)

Amendment No. 4

INFORMATION TO BE INCLUDED IN STATEMENTS PURSUANT TO RULES 13d-1(b), (c)
AND (d) AND AMENDMENTS THERETO FILED PURSUANT TO 13d-2 UNDER
THE SECURITIES EXCHANGE ACT OF 1934

ELITE PHARMACEUTICALS, INC. (Name of Issuer)

COMMON STOCK, \$0.01 PAR VALUE PER SHARE (Title of Class of Securities)

28659T200 (CUSIP Number)

December 31, 2009 (Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

- [] Rule 13d-1(b)
- [X] Rule 13d-1(c)
- [] Rule 13d-1(d)

* The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 (the "Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes)

Schedule 13G/A CUSIP No. 28659T200

(1)	S.S. OR	NAME OF REPORTING PERSON S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON Davidson Kempner Partners										
(2)	CHECK TI	HE APPROPF	RIATE BOX 1	F A MEMBER OF	1	(a) (b)						
(3)	SEC USE	ONLY										
(4)	CITIZENSHIP OR PLACE OF ORGANIZATION New York											
		(5)	SOLE VO	OTING POWER								
SHARES BENEFIC	CIALLY	(6)	SHARED	VOTING POWER								
EACH		(7)	SOLE DI	SPOSITIVE POWE	≅R							
REPORT: PERSON		(8)	SHARED	DISPOSITIVE PO	OWER							
	(9)		E AMOUNT E	BENEFICIALLY OV PERSON 0	VNED							
	(10)			GGREGATE AMOUN' CERTAIN SHARI			[]					
			OF CLASS RE									
	(12)	TYPE OF F	REPORTING E	PERSON PN								
	le 13G/A No. 2865						PAGE 3 OF 38					
(1)	S.S. OR		ENTIFICATI	ON NO. OF ABOV								
(2)	CHECK TI	HE APPROPF	RIATE BOX 1	F A MEMBER OF	(a)	[X	=					

(3)	SEC USE	E ONL	Y											
(4)	CITIZEN	NSHIP	OR		E OF OH	RGANIZ	ATION							
NUMBER	OF		(5)		SOLE V	OTING	POWER							
SHARES BENEFI	CIALLY	-	 (6)		SHAREI	 VOTI 0		ER						
OWNED :	ВУ	-												
EACH			(7)		SOLE I	OISPOS	ITIVE	POWER						
REPORT PERSON	ING WITH	-	(8)		SHAREI	DISP		E POWE	 R					
	(9)				AMOUNT PORTING		CON	Y OWNE)					
	(10)						ATE AM							[]
	(11)				CLASS E									
	(12)	TYPI	E OF	REPC	ORTING	PERSC PN	N							
	le 13G/A No. 2865		0									PAGE	4 0.	F 38
(1)	NAME OF S.S. OR M. H. D	R I.R	ORTI	NG PE	TIFICAT		O. OF	ABOVE	PERSON	1				
(2)	CHECK T	THE AI	PPRC	PRIAT	TE BOX	IF A	MEMBER	OF A	GROUP		[] [X]			
(3)	SEC USE	E ONL	 Y											
(4)	CITIZEN	NSHIP	OR		E OF OF V York	RGANIZ								
	OF				SOLE V	OTING	POWER							
SHARES BENEFI	CIALLY		 (6)		SHAREI	VOTI	NG POW							

OWNED E	· V		0									
OWNED E) I											
EACH		(7)	SOLE DISPOSITIVE PO	OWER								
REPORTI PERSON	_	(8)	(8) SHARED DISPOSITIVE POWER 0									
	(9)		E AMOUNT BENEFICIALLY REPORTING PERSON 0	OWNED								
	(10)		CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES []									
	(11)		OF CLASS REPRESENTED T IN ROW (9) 0.0%									
	(12)	TYPE OF	REPORTING PERSON PN									
	S.S. OR		PERSON ENTIFICATION NO. OF AI International, Ltd.	BOVE PERSON								
	S.S. OR	I.R.S. ID	ENTIFICATION NO. OF A	BOVE PERSON								
(2)	CHECK TH	IE APPROPR	IATE BOX IF A MEMBER (OF A GROUP (a) [] (b) [X]								
(3)	SEC USE	ONLY										
(4)	CITIZENS		ACE OF ORGANIZATION British Virgin Island:	ls								
	OF	(5)	SOLE VOTING POWER 0									
SHARES BENEFIC	CIALLY	(6)	SHARED VOTING POWER	R								
OWNED B	SY											
EACH			SOLE DISPOSITIVE PO	OWER								
	NG WITH		SHARED DISPOSITIVE	POWER								
				OWNED								

BY EACH REPORTING PERSON

4

Ω (10) CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES ______ (11) PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9) (12) TYPE OF REPORTING PERSON Schedule 13G/A CUSIP No. 28659T200 PAGE 6 OF 38 (1) NAME OF REPORTING PERSON S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON Davidson Kempner Healthcare Fund LP (2) CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) [] (b) [X] -----(3) SEC USE ONLY (4) CITIZENSHIP OR PLACE OF ORGANIZATION Delaware NUMBER OF (5) SOLE VOTING POWER 0 SHARES ______ BENEFICIALLY SHARED VOTING POWER (6) 0 OWNED BY SOLE DISPOSITIVE POWER EACH (7) 0 REPORTING PERSON WITH (8) SHARED DISPOSITIVE POWER 0 (9) AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON (10) CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (11) PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9) (12) TYPE OF REPORTING PERSON

	ile 13G/A No. 28659	9T200				PAGE 7 OF 38						
(1)	S.S. OR	AME OF REPORTING PERSON .S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON avidson Kempner Healthcare International Ltd.										
(2)	CHECK TH	HE APPROPRI	P (a) [] (b) [X]									
(3)	SEC USE	ONLY										
(4)	CITIZENSHIP OR PLACE OF ORGANIZATION Cayman Islands											
		(5)	SOLE VOTING PC	WER								
SHARES BENEFI		(6)	SHARED VOTING	POWER								
OWNED	BY											
EACH	TNC	(7)	SOLE DISPOSITI 0	VE POWER								
REPORT PERSON		(8)	SHARED DISPOSI	TIVE POWER								
	(9)		AMOUNT BENEFICI EPORTING PERSON 0	ALLY OWNED								
	(10)		IF THE AGGREGAT) EXCLUDES CERTA			[]						
	(11)		F CLASS REPRESEN IN ROW (9)									
	(12)	TYPE OF F	EPORTING PERSON CO									
	ile 13G/A No. 28659	9T200				PAGE 8 OF 38						

(1)	NAME OF REPORTING PERSON S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON MHD Management Co.									
(2)	CHECK TH	HE APPROPRI	ATE BOX IF	A MEMBER OF	A GROUP	(a)) [X]			
(3)	SEC USE	ONLY								
(4)	CITIZENS	SHIP OR PLA	CE OF ORGAN New York	NIZATION						
NUMBER	OF	(5)	SOLE VOTI							
	CIALLY	(6)	SHARED VO	OTING POWER						
OWNED 1	BY									
EACH		(7)		POSITIVE POW	ER					
REPORT PERSON		(8)	SHARED DI	SPOSITIVE P	OWER					
	(9)		AMOUNT BEN	NEFICIALLY O'ERSON	WNED					
	(10)			GREGATE AMOU CERTAIN SHA					[]	
	(11)	PERCENT O	F CLASS REF IN ROW (9)							
	(12)	TYPE OF R	EPORTING PE	ERSON PN						
	le 13G/A No. 28659	9T200						PAGE	9 OF 38	
(1)	S.S. OR	REPORTING : I.R.S. IDE:	NTIFICATION	NO. OF ABO	VE PERSOI	N				
(2)	CHECK TH	HE APPROPRI	ATE BOX IF	A MEMBER OF	A GROUP		[] [X]			
(3)	 SEC USE	ONLY								

(4)	CITIZENS.	HIP OR PLACE OF ORGANIZATION New York	
NUMBER	OF	(5) SOLE VOTING POWER 0	
SHARES BENEFI		(6) SHARED VOTING POWER 0	
OWNED	BY		
EACH		(7) SOLE DISPOSITIVE POWER 0	
	ING WITH	(8) SHARED DISPOSITIVE POWER 0	
	(9)	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 0	
	(10)	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES	[]
		PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9) 0.0%	
	(12)	TYPE OF REPORTING PERSON IA	
	le 13G/A No. 28659	T200	PAGE 10 OF 38
(1)	S.S. OR	REPORTING PERSON I.R.S. IDENTIFICATION NO. OF ABOVE PERSON Kempner International Advisors, L.L.C.	
(2)	CHECK TH	E APPROPRIATE BOX IF A MEMBER OF A GROUP	(a) [] (b) [X]
(3)	SEC USE		
(4)	CITIZENS	HIP OR PLACE OF ORGANIZATION Delaware	
NUMBER	OF	(5) SOLE VOTING POWER 0	
SHARES BENEFI		(6) SHARED VOTING POWER 0	
OWNED	ВУ		

EACH	INC	(7)	SOLE D	ISPOSITIVE P	OWER					
REPORT: PERSON		(8)	SHARED	DISPOSITIVE 0	POWER					
	(9)	AGGREGATE BY EACH F		BENEFICIALLY PERSON 0	OWNED					
	(10)			AGGREGATE AM ES CERTAIN S						[]
	(11)	PERCENT (BY AMOUNT		REPRESENTED (9) 0.0%						
	(12)	TYPE OF F	REPORTING	PERSON						
	le 13G/A No. 28659	ЭТ200						PAGE	11	OF 38
(1)				ION NO. OF A	BOVE PERSOI	N				
(2)	CHECK TE	HE APPROPRI	IATE BOX	IF A MEMBER	OF A GROUP	(a)	[]			
(3)	SEC USE	ONLY								
(4)	CITIZENS	SHIP OR PLA	ACE OF OR Delaware	GANIZATION						
		(5)	SOLE V	OTING POWER						
SHARES BENEFIC		(6)	SHARED	VOTING POWE	: IR					
OWNED I	ЗY									
EACH				ISPOSITIVE P						
	ING WITH			DISPOSITIVE 0						
	(9)	AGGREGATE BY EACH F		BENEFICIALLY PERSON	OWNED					

	(10)		X IF THE AGGREGATE AMOUNT 9) EXCLUDES CERTAIN SHARES			[]
	(11)		OF CLASS REPRESENTED I IN ROW (9) 0.0%				
	(12)	TYPE OF	REPORTING PERSON OO				
	le 13G/A No. 2865			PAGE	12	OF	38
	S.S. OR	REPORTING I.R.S. ID	ENTIFICATION NO. OF ABOVE PERSON				
(2)	CHECK T	HE APPROPR	IATE BOX IF A MEMBER OF A GROUP (a) [] (b) [X]				
(3)	SEC USE	ONLY					
(4)	CITIZEN		ACE OF ORGANIZATION Delaware				
	OF	(5)	SOLE VOTING POWER 0				
		(6)	SHARED VOTING POWER 0				
OWNED I		(7)	SOLE DISPOSITIVE POWER 0				
REPORT: PERSON	_	(8)	SHARED DISPOSITIVE POWER 0				
	(9)		E AMOUNT BENEFICIALLY OWNED REPORTING PERSON 0				
	(10)		X IF THE AGGREGATE AMOUNT 9) EXCLUDES CERTAIN SHARES			[]
	(11)		OF CLASS REPRESENTED BY N ROW (9) 0.0%				
	(12)	TYPE OF	REPORTING PERSON PN				

Schedule 13G/A

(1) NAME OF REPORTING PERSON

CUSIP No. 28659T200 PAGE 13 OF 38 (1) NAME OF REPORTING PERSON S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON DK Stillwater GP LLC (2) CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) [] (b) [X] (3) SEC USE ONLY (4) CITIZENSHIP OR PLACE OF ORGANIZATION Delaware NUMBER OF (5) SOLE VOTING POWER 0 SHARES ______ BENEFICIALLY (6) SHARED VOTING POWER 0 ______ EACH (7) SOLE DISPOSITIVE POWER 0 REPORTING PERSON WITH (8) SHARED DISPOSITIVE POWER 0 (9) AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON (10) CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (11) PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9) 0.0% (12) TYPE OF REPORTING PERSON Schedule 13G/A CUSIP No. 28659T200 PAGE 14 OF 38

S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON Thomas L. Kempner, ${\tt Jr.}$

	Thomas I	. Kempner,	Jr.			
(2)	CHECK TH	HE APPROPRI	ATE BOX I	F A MEMBER OF A GRO	UP (a) []
					(b) [3	X]
(3) 	SEC USE	ONLY				
(4)	CITIZENS	SHIP OR PLA U	CE OF ORG.			
		(5)	SOLE VO	TING POWER		
	CIALLY	(6)	SHARED	VOTING POWER		
OWNED I	ЗҰ	(7)		SPOSITIVE POWER		
REPORT: PERSON	_	(8)	SHARED	DISPOSITIVE POWER		
	(9)	AGGREGATE BY EACH R		ENEFICIALLY OWNED PERSON 0		
	(10)			GGREGATE AMOUNT S CERTAIN SHARES		[]
	(11)	PERCENT O				
	(12)	TYPE OF R	EPORTING	PERSON IN		
	le 13G/A No. 28659	9T200				PAGE 15 OF 38
(1)	S.S. OR	REPORTING I.R.S. IDE H. Davidson	NTIFICATI	ON NO. OF ABOVE PER	SON	
(2)	CHECK TE	HE APPROPRI	ATE BOX I	F A MEMBER OF A GRC	(a)	[] [x]
(3)	SEC USE	ONLY				
(4)	CITIZENS	SHIP OR PLA	CE OF ORG. United St			

NUMBER OF	(5)	SOLE VOTING POWER	
SHARES BENEFICIALLY	(6)	SHARED VOTING POWER	
OWNED BY		0	
EACH	(7)	SOLE DISPOSITIVE POWER 0	
REPORTING PERSON WITH	(8)	SHARED DISPOSITIVE POWER 0	
(9)		AMOUNT BENEFICIALLY OWNED EPORTING PERSON	
(10)		IF THE AGGREGATE AMOUNT) EXCLUDES CERTAIN SHARES	[]
(11)		F CLASS REPRESENTED IN ROW (9) 0.0%	
(12)	TYPE OF R	EPORTING PERSON IN	
Schedule 13G/A CUSIP No. 2865	9T200		PAGE 16 OF 38
		PERSON NTIFICATION NO. OF ABOVE PE	RSON
(2) CHECK TI	HE APPROPRI	ATE BOX IF A MEMBER OF A GRO	OUP (a) [] (b) [X]
(3) SEC USE	ONLY		
(4) CITIZEN:		CE OF ORGANIZATION United States	
NUMBER OF	(5)	SOLE VOTING POWER 0	
SHARES BENEFICIALLY	(6)	SHARED VOTING POWER	
OWNED BY			
EACH	(7)	SOLE DISPOSITIVE POWER 0	

REPORTING PERSON WITE	Н	(8)	SHARED DI	SPOSITIVE F	 POWER	 	
(9	,		AMOUNT BENI PORTING PEI 0		OWNED	 	
(2	,		IF THE AGGI EXCLUDES ([]
(2			CLASS REPI IN ROW (9)			 	
(2	12) 1	TYPE OF REI	PORTING PER	RSON IN		 	
Schedule 13 CUSIP No. 2	28659T2 E OF RE	EPORTING PI	 ERSON TIFICATION	NO OF AR	OVE DEDCON	 PAGE	17 OF 38
		Davidson		NO. OF ABO		 	
(2) CHEC	CK THE	APPROPRIA:	TE BOX IF A	A MEMBER OF	? A GROUP	[] [X]	
(3) SEC	USE ON					 	
(4) CIT:	IZENSHI		E OF ORGANI ited States			 	
NUMBER OF		(5)	SOLE VOTIN	NG POWER			
SHARES BENEFICIALI		(6)	SHARED VO	IING POWER		 	
OWNED BY						 	
EACH REPORTING		(7)	SOLE DISPO		VER	 	
PERSON WITH		(8)	SHARED DIS	SPOSITIVE E	POWER		
(9			AMOUNT BENI		DWNED	 	
	 10) (

		PERCENT (ED			
	(12)	TYPE OF F	REPORTING	PERSON IN				
	le 13G/A No. 28659	9T200					PAGE	18 OF 38
	S.S. OR	REPORTING I.R.S. IDE J. Leffell	ENTIFICAT	ION NO. C	F ABOVE PERS	ON		
(2)	CHECK TH	HE APPROPRI	ATE BOX	IF A MEMB	ER OF A GROU	P (a) (b)		
(3)	SEC USE	ONLY						
(4)	CITIZENS	SHIP OR PLA	ACE OF OR United S		N			
	OF	(5)	SOLE V	OTING POW	ER			
SHARES BENEFIC		(6)	SHARED	VOTING P	OWER			
EACH	51	(7)	SOLE D	ISPOSITIV 0	E POWER			
REPORT: PERSON		(8)	SHARED	DISPOSIT	IVE POWER			
	(9)	AGGREGATE BY EACH F						
	(10)	CHECK BOX		AGGREGATE ES CERTAI	AMOUNT			[]
	(11)	PERCENT (
	(12)	TYPE OF F	REPORTING	PERSON IN				

Schedule 13G/A CUSIP No. 28659T200

PAGE 19 OF 38

(1)	S.S. OR	REPORTING I.R.S. IDE I. Levart	PERSON NTIFICATION NO. OF ABOVE PERSON	
(2)	CHECK TH	iE APPROPRI	ATE BOX IF A MEMBER OF A GROUP	[]
(3)	SEC USE	ONLY		
(4)	CITIZENS		CE OF ORGANIZATION United Kingdom & United States	
	OF	(5)	SOLE VOTING POWER 0	
SHARES BENEFI	CIALLY	(6)	SHARED VOTING POWER 0	
OWNED I	BY			
EACH	INC	(7)	SOLE DISPOSITIVE POWER 0	
REPORT: PERSON	-	(8)	SHARED DISPOSITIVE POWER 0	
	(9)		AMOUNT BENEFICIALLY OWNED EPORTING PERSON 0	
	(10)		IF THE AGGREGATE AMOUNT) EXCLUDES CERTAIN SHARES	
	(11)		F CLASS REPRESENTED IN ROW (9) 0.0%	
	(12)	TYPE OF R	EPORTING PERSON IN	
	le 13G/A No. 28659	9T200		 PAGE 20 OF 38
(1)	S.S. OR	REPORTING I.R.S. IDE J. Brivio,	NTIFICATION NO. OF ABOVE PERSON	
(2)	CHECK TH	 IE APPROPRI	ATE BOX IF A MEMBER OF A GROUP	

				[] [X]
(3)	SEC USE	DNLY		
(4)	CITIZENS	HIP OR PLACE OF ORGANIZATION United States	NC	
NUMBER	OF	(5) SOLE VOTING POW	VER	
	CIALLY	(6) SHARED VOTING F	· 'OWER	
OWNED I	Bĭ	(7) SOLE DISPOSITIV	/E POWER	
REPORT: PERSON		(8) SHARED DISPOSIT	CIVE POWER	
	(9)	AGGREGATE AMOUNT BENEFICIA BY EACH REPORTING PERSON 0	ALLY OWNED	
	(10)	CHECK BOX IF THE AGGREGATE IN ROW (9) EXCLUDES CERTAL		[]
	(11)	PERCENT OF CLASS REPRESENT BY AMOUNT IN ROW (9)		
	(12)	TYPE OF REPORTING PERSON IN		
	le 13G/A No. 28659	г200		PAGE 21 OF 38
(1)		REPORTING PERSON I.R.S. IDENTIFICATION NO. (Epstein	OF ABOVE PERSON	
(2)	CHECK TH	E APPROPRIATE BOX IF A MEME	BER OF A GROUP (a) (b)	
(3)	SEC USE	DNLY		
(4)	CITIZENS	HIP OR PLACE OF ORGANIZATION	И	
NUMBER SHARES	OF	(5) SOLE VOTING POW	VER	

		(6) SHARED VOTING POWER 0	
OWNED E	BY		
EACH		(7) SOLE DISPOSITIVE POWER 0	
REPORTI PERSON		(8) SHARED DISPOSITIVE POWER 0	
	(9)	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 0	
	(10)	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES]
	(11)	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9) 0.0%	
	(12)	TYPE OF REPORTING PERSON IN	
		REPORTING PERSON	
	S.S. OR	REPORTING PERSON I.R.S. IDENTIFICATION NO. OF ABOVE PERSON A. Yoseloff	
	S.S. OR Anthony	I.R.S. IDENTIFICATION NO. OF ABOVE PERSON	
(2)	S.S. OR Anthony	I.R.S. IDENTIFICATION NO. OF ABOVE PERSON A. Yoseloff E APPROPRIATE BOX IF A MEMBER OF A GROUP (a) [] (b) [X]	
(2)	S.S. OR Anthony CHECK TH	I.R.S. IDENTIFICATION NO. OF ABOVE PERSON A. Yoseloff E APPROPRIATE BOX IF A MEMBER OF A GROUP (a) [] (b) [X]	
(2) (3) -(4)	S.S. OR Anthony CHECK TH	I.R.S. IDENTIFICATION NO. OF ABOVE PERSON A. Yoseloff E APPROPRIATE BOX IF A MEMBER OF A GROUP (a) [] (b) [X] ONLY HIP OR PLACE OF ORGANIZATION	
(2) (3) (4) NUMBER SHARES	S.S. OR Anthony CHECK TH	I.R.S. IDENTIFICATION NO. OF ABOVE PERSON A. Yoseloff E APPROPRIATE BOX IF A MEMBER OF A GROUP (a) [] (b) [X] ONLY HIP OR PLACE OF ORGANIZATION United States (5) SOLE VOTING POWER 0 (6) SHARED VOTING POWER	
(2) (3) (4) NUMBER SHARES	S.S. OR Anthony CHECK THE SEC USE CITIZENS OF	I.R.S. IDENTIFICATION NO. OF ABOVE PERSON A. Yoseloff E APPROPRIATE BOX IF A MEMBER OF A GROUP (a) [] (b) [X] ONLY HIP OR PLACE OF ORGANIZATION United States (5) SOLE VOTING POWER 0	
(2) (3) (4) NUMBER SHARES BENEFIC	S.S. OR Anthony CHECK THE SEC USE CITIZENS OF CIALLY	I.R.S. IDENTIFICATION NO. OF ABOVE PERSON A. Yoseloff E APPROPRIATE BOX IF A MEMBER OF A GROUP (a) [] (b) [X] ONLY HIP OR PLACE OF ORGANIZATION United States (5) SOLE VOTING POWER 0 (6) SHARED VOTING POWER	
(2) (3) (4) NUMBER SHARES BENEFIC OWNED E EACH REPORTI	S.S. OR Anthony CHECK THE SEC USE CITIZENS OF CIALLY BY	I.R.S. IDENTIFICATION NO. OF ABOVE PERSON A. Yoseloff E APPROPRIATE BOX IF A MEMBER OF A GROUP (a) [] (b) [X] ONLY HIP OR PLACE OF ORGANIZATION United States (5) SOLE VOTING POWER 0 (6) SHARED VOTING POWER 0 (7) SOLE DISPOSITIVE POWER	

BY EACH REPORTING PERSON (10) CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (11) PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9) 0.0% _____ (12) TYPE OF REPORTING PERSON _____ Schedule 13G/A CUSIP No. 28659T200 PAGE 23 OF 38 (1) NAME OF REPORTING PERSON S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON Avram Z. Friedman ______ (2) CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) [] (b) [X] (3) SEC USE ONLY (4) CITIZENSHIP OR PLACE OF ORGANIZATION United States NUMBER OF (5) SOLE VOTING POWER 0 BENEFICIALLY SHARED VOTING POWER (6) 0 OWNED BY EACH (7) SOLE DISPOSITIVE POWER 0 REPORTING ______ PERSON WITH (8) SHARED DISPOSITIVE POWER 0 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON (10) CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (11) PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9) 0.0%

(12) TYPE OF REPORTING PERSON

IN

Schedule 13G/A CUSIP No. 28659T200 PAGE 24 OF 38 (1) NAME OF REPORTING PERSON S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON Conor Bastable (2) CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) [] (b) [X] (3) SEC USE ONLY (4) CITIZENSHIP OR PLACE OF ORGANIZATION United States _____ NUMBER OF (5) SOLE VOTING POWER 0 SHARES ______ BENEFICIALLY (6) SHARED VOTING POWER 0 OWNED BY (7) SOLE DISPOSITIVE POWER EACH 0 REPORTING PERSON WITH (8) SHARED DISPOSITIVE POWER 0 (9) AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON (10) CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (11) PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9) ______ (12) TYPE OF REPORTING PERSON ______

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ITEM 1(a). NAME OF ISSUER:

Elite Pharmaceuticals, Inc. (the "Company")

ITEM 1(b). ADDRESS OF ISSUER'S PRINCIPAL EXECUTIVE OFFICES:

165 Ludlow Avenue Northvale, NJ 07647

ITEM 2(a). NAME OF PERSON FILING:

This Statement is filed by each of the entities and persons listed below, all of whom together are referred to herein as the "Reporting Persons":

- (i) Davidson Kempner Partners, a New York limited partnership
 ("DKP");
- (ii) Davidson Kempner Institutional Partners, L.P., a
 Delaware limited partnership ("DKIP");
- (iv) Davidson Kempner International, Ltd., a British Virgin Islands corporation ("DKIL");
- (v) Davidson Kempner Healthcare Fund LP, a Delaware limited partnership ("DKHF");

- (ix) Davidson Kempner International Advisors, L.L.C., a
 Delaware limited liability company and the manager of
 DKIL ("DKIA");
- (x) DK Group LLC, a Delaware limited liability company and the general partner of DKHF ("DKG");
- (xi) DK Management Partners LP, a Delaware limited
 partnership and the investment manager of DKHI
 ("DKMP");

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- (xii) DK Stillwater GP LLC, a Delaware limited liability
 company and the general partner of DKMP ("DKS"); and
- (xiii) Messrs. Thomas L. Kempner, Jr., Stephen M. Dowicz, Scott E. Davidson, Timothy I. Levart, Robert J. Brivio, Jr., Anthony A. Yoseloff, Eric P. Epstein, Avram Z. Friedman and Conor Bastable (collectively, the "Principals") are managing members of the general partners of CO and MHD, the sole managing members of DKIA and DKG and stockholders of DKAI. Messrs. Thomas L. Kempner, Jr. and Timothy I. Levart are Executive Managing Member and Deputy Executive Managing Member, respectively, of DKS. Each of Messrs. Kempner and Levart, together with Messrs. Stephen M. Dowicz, Scott E. Davidson, Robert J. Brivio, Jr., Anthony A. Yoseloff, Eric P. Epstein, Avram Z. Friedman and Conor Bastable are limited partners of DKMP. As of January 1, 2010, Messrs. Marvin H. Davidson and Michael J. Leffell, who previously held similar positions, no longer have discretionary authority over any of the Reporting Persons.

ITEM 2(b). ADDRESS OF PRINCIPAL BUSINESS OFFICE:

The address of the principal business office of each of the Reporting Persons is c/o Davidson Kempner Partners, 65 East 55th Street, 19th Floor, New York, New York 10022.

ITEM 2(c). CITIZENSHIP:

- (i) DKP a New York limited partnership
- (ii) DKIP a Delaware limited partnership
- (iii) CO a New York limited partnership
- (iv) DKIL a British Virgin Islands corporation
- (v) DKHF a Delaware limited partnership
- (vi) DKHI a Cayman Islands corporation
- (vii) MHD a New York limited partnership
- (viii) DKAI a New York corporation
- (ix) DKIA a Delaware limited liability company
- (x) DKG a Delaware limited liability company
- (xi) DKMP a Delaware limited partnership
- (xii) DKS a Delaware limited liability company
- (xiii) Thomas L. Kempner, Jr. United States
- (xiv) Marvin H. Davidson United States

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- (xv) Stephen M. Dowicz United States
- (xvi) Scott E. Davidson -United States
- (xvii) Michael J. Leffell United States
- (xviii) Timothy I. Levart United Kingdom & United States
- (xix) Robert J. Brivio, Jr. United States
- (xx) Eric P. Epstein United States
- (xxi) Anthony A. Yoseloff United States
- (xxii) Avram Z. Friedman United States
- (xxiii) Conor Bastable United States
- ITEM 2(d). TITLE OF CLASS OF SECURITIES:

COMMON STOCK, \$0.01 PAR VALUE PER SHARE

ITEM 2(e). CUSIP NUMBER:

28659T200

- ITEM 3. IF THIS STATEMENT IS FILED PURSUANT TO 13d-1(b) OR 13d-2(b) OR (c), CHECK WHETHER THE PERSON FILING IS A:
 - (a)[] Broker or dealer registered under Section 15 of the Act;
 - (b)[] Bank as defined in Section 3(a)(6) of the Act;
 - (c)[] Insurance Company as defined in Section 3(a)(19) of the Act;
 - (d) [] Investment Company registered under Section 8 of the Investment Company Act of 1940;
 - (e) [] Investment Adviser registered under Section 203 of the Investment Advisers Act of 1940: see Rule 13d-1(b)(1)(ii)(E);
 - (f)[] Employee Benefit Plan, Pension Fund which is subject to the provisions of the Employee Retirement Income Security Act of 1974 or Endowment Fund; see Rule 13d-1(b)(1)(ii)(F);
 - (g)[] Parent Holding Company, in accordance with Rule 13d-1(b)(ii)(G);
 - (h)[] Savings Associations as defined in Section 3(b) of the Federal Deposit Insurance Act;

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- (i)[] Church Plan that is excluded from the definition of an investment company under Section 3(c)(14) of the Investment Company Act of 1940;
- (j) [] Group, in accordance with Rule 13d-1(b)(1)(ii)(J).

ITEM 4. OWNERSHIP.

A. DKP

- (a) Amount beneficially owned: 0
- (b) Percent of class: 0.0%
- (c) Number of shares as to which such person has:
 - (i) sole power to vote or to direct the vote: 0
 - (ii) shared power to vote or to direct the vote: 0
 - (iii) sole power to dispose or to direct the disposition: 0
 - (iv) shared power to dispose or to direct the disposition: 0

B. DKIP

- (a) Amount beneficially owned: 0
- (b) Percent of class: 0.0%
- (c) Number of shares as to which such person has:
 - (i) sole power to vote or to direct the vote: 0
 - (ii) shared power to vote or to direct the vote: 0
 - (iii) sole power to dispose or to direct the disposition: 0
 - (iv) shared power to dispose or to direct the disposition: 0

C. CO

- (a) Amount beneficially owned: 0
- (b) Percent of class: 0.0%
- (c) Number of shares as to which such person has:
 - (i) sole power to vote or to direct the vote: 0
 - (ii) shared power to vote or to direct the vote: 0
 - (iii) sole power to dispose or to direct the disposition: 0

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(iv) shared power to dispose or to direct the disposition: 0
D. DKIL
     (a) Amount beneficially owned: 0
     (b) Percent of class: 0.0%
     (c) Number of shares as to which such person has:
         (i) sole power to vote or to direct the vote: 0
         (ii) shared power to vote or to direct the vote: 0
         (iii) solepower to dispose or to direct the disposition: 0
         (iv) shared power to dispose or to direct the disposition: 0
E. DKHF
     (a) Amount beneficially owned: 0
     (b) Percent of class: 0.0%
     (c) Number of shares as to which such person has:
         (i) sole power to vote or to direct the vote: 0
         (ii) shared power to vote or to direct the vote: 0
         (iii) sole power to dispose or to direct the disposition: 0
         (iv) shared power to dispose or to direct the disposition: 0
F. DKHI
     (a) Amount beneficially owned: 0
     (b) Percent of class: 0.0%
     (c) Number of shares as to which such person has:
         (i) sole power to vote or to direct the vote: 0
         (ii) shared power to vote or to direct the vote: 0
         (iii) sole power to dispose or to direct the disposition: 0
         (iv) shared power to dispose or to direct the disposition: 0
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(a) Amount beneficially owned: 0
     (b) Percent of class: 0.0%
     (c) Number of shares as to which such person has:
         (i) sole power to vote or to direct the vote: 0
         (ii) shared power to vote or to direct the vote: 0
         (iii) sole power to dispose or to direct the disposition: 0
         (iv) shared power to dispose or to direct the disposition: 0
H. DKAI
     (a) Amount beneficially owned: 0
     (b) Percent of class: 0.0%
     (c) Number of shares as to which such person has:
         (i) sole power to vote or to direct the vote: 0
         (ii) shared power to vote or to direct the vote: 0
         (iii) sole power to dispose or to direct the disposition: 0
         (iv) shared power to dispose or to direct the disposition: 0
I. DKIA
     (a) Amount beneficially owned: 0
     (b) Percent of class: 0.0%
     (c) Number of shares as to which such person has:
         (i) sole power to vote or to direct the vote: 0
         (ii) shared power to vote or to direct the vote: 0
         (iii) sole power to dispose or to direct the disposition: 0
         (iv) shared power to dispose or to direct the disposition: 0
J. DKG
     (a) Amount beneficially owned: 0
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(b) Percent of class: 0.0%

(c) Number of shares as to which such person has: (i) sole power to vote or to direct the vote: 0 (ii) shared power to vote or to direct the vote: 0 (iii) sole power to dispose or to direct the disposition: 0 (iv) shared power to dispose or to direct the disposition: 0 K. DKMP (a) Amount beneficially owned: 0 (b) Percent of class: 0.0% (c) Number of shares as to which such person has: (i) sole power to vote or to direct the vote: 0 (ii) shared power to vote or to direct the vote: 0 (iii) sole power to dispose or to direct the disposition: 0 (iv) shared power to dispose or to direct the disposition: 0 L. DKS (a) Amount beneficially owned: 0 (b) Percent of class: 0% (c) Number of shares as to which such person has: (i) sole power to vote or to direct the vote: 0 (ii) shared power to vote or to direct the vote: 0 (iii) sole power to dispose or to direct the disposition: 0 (iv) shared power to dispose or to direct the disposition: 0 M. Thomas L. Kempner, Jr. (a) Amount beneficially owned: 0 (b) Percent of class: 0.0% Schedule 13G/A CUSIP No. 28659T200 PAGE 32 OF 38 (c) Number of shares as to which such person has: (i) sole power to vote or to direct the vote: 0

(ii) shared power to vote or to direct the vote: 0

(iii) sole power to dispose or to direct the disposition: 0 (iv) shared power to dispose or to direct the disposition: 0 N. Marvin H. Davidson (a) Amount beneficially owned: 0 (b) Percent of class: 0.0% (c) Number of shares as to which such person has: (i) sole power to vote or to direct the vote: 0 (ii) shared power to vote or to direct the vote: 0 (iii) sole power to dispose or to direct the disposition: 0 (iv) shared power to dispose or to direct the disposition: 0 O. Stephen M. Dowicz (a) Amount beneficially owned: 0 (b) Percent of class: 0.0% (c) Number of shares as to which such person has: (i) sole power to vote or to direct the vote: 0 (ii) shared power to vote or to direct the vote: 0 (iii) sole power to dispose or to direct the disposition: 0 (iv) shared power to dispose or to direct the disposition: 0 P. Scott E. Davidson (a) Amount beneficially owned: 0 (b) Percent of class: 0.0% (c) Number of shares as to which such person has: (i) sole power to vote or to direct the vote: 0 Schedule 13G/A CUSIP No. 28659T200 PAGE 33 OF 38 (ii) shared power to vote or to direct the vote: 0 (iii) sole power to dispose or to direct the disposition: 0

(iv) shared power to dispose or to direct the disposition: 0

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Q. Michael J. Leffell
              (a) Amount beneficially owned: 0
              (b) Percent of class: 0.0%
              (c) Number of shares as to which such person has:
                  (i) sole power to vote or to direct the vote: 0
                  (ii) shared power to vote or to direct the vote: 0
                  (iii) sole power to dispose or to direct the disposition: 0
                  (iv) shared power to dispose or to direct the disposition: 0
         R. Timothy I. Levart
              (a) Amount beneficially owned: 0
              (b) Percent of class: 0.0%
              (c) Number of shares as to which such person has:
                  (i) sole power to vote or to direct the vote: 0
                  (ii) shared power to vote or to direct the vote: 0
                  (iii) sole power to dispose or to direct the disposition: 0
                  (iv) shared power to dispose or to direct the disposition: 0
         S. Robert J. Brivio, Jr.
              (a) Amount beneficially owned: 0
              (b) Percent of class: 0.0%
              (c) Number of shares as to which such person has:
                  (i) sole power to vote or to direct the vote: 0
                  (ii) shared power to vote or to direct the vote: 0
                  (iii) sole power to dispose or to direct the disposition: 0
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CUSIP No. 28659T200
                                                                PAGE 34 OF 38
                  (iv) shared power to dispose or to direct the disposition: 0
         T. Eric P. Epstein
              (a) Amount beneficially owned: 0
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(b) Percent of class: 0.0% (c) Number of shares as to which such person has: (i) sole power to vote or to direct the vote: 0 (ii) shared power to vote or to direct the vote: 0 (iii) sole power to dispose or to direct the disposition: 0 (iv) shared power to dispose or to direct the disposition: 0 U. Anthony A. Yoseloff (a) Amount beneficially owned: 0 (b) Percent of class: 0.0% (c) Number of shares as to which such person has: (i) sole power to vote or to direct the vote: 0 (ii) shared power to vote or to direct the vote: 0 (iii) sole power to dispose or to direct the disposition: 0 (iv) shared power to dispose or to direct the disposition: 0 V. Avram Z. Friedman (a) Amount beneficially owned: 0 (b) Percent of class: 0.0% (c) Number of shares as to which such person has: (i) sole power to vote or to direct the vote: 0 (ii) shared power to vote or to direct the vote: 0 (iii) sole power to dispose or to direct the disposition: 0 (iv) shared power to dispose or to direct the disposition: 0Schedule 13G/A CUSIP No. 28659T200 PAGE 35 OF 38 W. Conor Bastable (a) Amount beneficially owned: 0 (b) Percent of class: 0.0% (c) Number of shares as to which such person has:

(i) sole power to vote or to direct the vote: 0

- (ii) shared power to vote or to direct the vote: 0
- (iii) sole power to dispose or to direct the disposition: 0
- (iv) shared power to dispose or to direct the disposition: 0
- ITEM 5. OWNERSHIP OF FIVE PERCENT OR LESS OF A CLASS.

If this statement is being filed to report the fact that as of the date hereof the Reporting Persons have ceased to be the beneficial owners of more than five percent of the class of securities, check the following [X].

ITEM 6. OWNERSHIP OF MORE THAN FIVE PERCENT ON BEHALF OF ANOTHER PERSON.

Not applicable.

ITEM 7. IDENTIFICATION AND CLASSIFICATION OF THE SUBSIDIARY WHICH ACQUIRED THE SECURITY BEING REPORTED ON BY THE PARENT HOLDING COMPANY.

Not applicable.

ITEM 8. IDENTIFICATION AND CLASSIFICATION OF MEMBERS OF THE GROUP.

See Item 4.

ITEM 9. NOTICE OF DISSOLUTION OF GROUP.

Not applicable.

ITEM 10. CERTIFICATION. (if filing pursuant to Rule 13d-1(c))

Each of the Reporting Persons hereby makes the following certification:

By signing below we certify that, to the best of our knowledge and belief, the securities referred to above were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

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SIGNATURES

After reasonable inquiry and to the best of our knowledge and belief, the undersigned certify that the information set forth in this statement is true, complete and correct.

DATED: February 16, 2010 DAVIDSON KEMPNER PARTNERS

By: MHD Management Co.,
its General Partner

By: MHD Management Co. GP, L.L.C.,

its General Partner

/s/ Thomas L. Kempner, Jr.

Name: Thomas L. Kempner, Jr. Title: Executive Managing Member DAVIDSON KEMPNER INSTITUTIONAL PARTNERS, L.P. By: Davidson Kempner Advisers Inc., its General Partner /s/ Thomas L. Kempner, Jr. _____ Name: Thomas L. Kempner, Jr. Title: President M.H. DAVIDSON & CO. By: M.H. Davidson & Co. GP, L.L.C., its General Partner /s/ Thomas L. Kempner, Jr. Name: Thomas L. Kempner, Jr. Title: Executive Managing Member DAVIDSON KEMPNER INTERNATIONAL, LTD. By: Davidson Kempner International Advisors, L.L.C., its Investment Manager /s/ Thomas L. Kempner, Jr. ______ Name: Thomas L. Kempner, Jr. Title: Executive Managing Member DAVIDSON KEMPNER HEALTHCARE FUND LP By: DK Group LLC, its General Partner

/s/ Thomas L. Kempner, Jr.

Name: Thomas L. Kempner, Jr.

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Title: Executive Managing Member

DAVIDSON KEMPNER HEALTHCARE

INTERNATIONAL LTD.

By: DK Management Partners LP,

its Investment Manager

By: DK Stillwater GP LLC, its general partner

/s/ Thomas L. Kempner, Jr.

Name: Thomas L. Kempner, Jr.

Title: Executive Managing Member MHD MANAGEMENT CO. By: MHD Management Co. GP, L.L.C., its General Partner /s/ Thomas L. Kempner, Jr. _____ Name: Thomas L. Kempner, Jr. Title: Executive Managing Member DAVIDSON KEMPNER ADVISERS INC. /s/ Thomas L. Kempner, Jr. Name: Thomas L. Kempner, Jr. Title: President DAVIDSON KEMPNER INTERNATIONAL ADVISORS, L.L.C. /s/ Thomas L. Kempner, Jr. Name: Thomas L. Kempner, Jr. Title: Executive Managing Member DK GROUP LLC /s/ Thomas L. Kempner, Jr. _____ Name: Thomas L. Kempner, Jr. Title: Executive Managing Member DK MANAGEMENT PARTNERS LP By: DK Stillwater GP LLC, its general partner /s/ Thomas L. Kempner, Jr. _____ Name: Thomas L. Kempner, Jr. Title: Executive Managing Member DK STILLWATER GP LLC /s/ Thomas L. Kempner, Jr. Name: Thomas L. Kempner, Jr.

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Title: Executive Managing Member
/s/ Thomas L. Kempner, Jr.
Thomas L. Kempner, Jr.

/s/ Marvin H. Davidson
Marvin H. Davidson
/s/ Stephen M. Dowicz
Stephen M. Dowicz
/s/ Scott E. Davidson
Scott E. Davidson
/s/ Michael J. Leffell
Michael J. Leffell
/s/ Timothy I. Levart
Timothy I. Levart
/s/ Robert J. Brivio, Jr.
/s/ Robert J. Brivio, Jr. Robert J. Brivio, Jr.
Robert J. Brivio, Jr.
Robert J. Brivio, Jr. /s/ Eric P. Epstein
Robert J. Brivio, Jr. /s/ Eric P. Epstein Eric P. Epstein
Robert J. Brivio, Jr. /s/ Eric P. Epstein Eric P. Epstein /s/ Anthony A. Yoseloff
Robert J. Brivio, Jr. /s/ Eric P. Epstein Eric P. Epstein /s/ Anthony A. Yoseloff Anthony A. Yoseloff
Robert J. Brivio, Jr. /s/ Eric P. Epstein Eric P. Epstein /s/ Anthony A. Yoseloff Anthony A. Yoseloff /s/ Avram Z. Friedman