

MEDICINOVA INC  
Form 425  
December 09, 2009

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**  
**WASHINGTON, DC 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): December 9, 2009**

**MEDICINOVA, INC.**

**(Exact name of Registrant as Specified in Its Charter)**

**DELAWARE**  
**(State or Other Jurisdiction**

**001-33185**  
**(Commission File Number)**

**33-0927979**  
**(IRS Employer**

**of Incorporation)**

**4350 LA JOLLA VILLAGE DRIVE, SUITE 950, SAN DIEGO, CA 92122**

**Identification No.)**

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(Address of Principal Executive Offices) (Zip Code)

Registrant's telephone number, including area code: (858) 373-1500

Not Applicable

(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 (*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))

**Item 8.01. Other Events.**

On December 9, 2009, MediciNova, Inc. ( MediciNova ) and Avigen, Inc. ( Avigen ) issued a press release (the Press Release ) announcing the deadline for Avigen stockholders to elect the merger consideration they will receive upon closing of the proposed merger of the companies and updating the estimated merger consideration to be received by Avigen stockholders in the transaction. A copy of the Press Release is attached hereto as Exhibit 99.1.

**Item 9.01. Financial Statements and Exhibits.**

*(d) Exhibits.*

99.1 Press Release dated December 9, 2009.

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, MediciNova has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

**MEDICINOVA, INC.**

Date: December 9, 2009

By: /s/ SHINTARO ASAKO  
Name: **Shintaro Asako**  
Title: **Chief Financial Officer**