MANOGUE CAROLINE B

Form 4 March 15, 2013

FORM 4

OMB APPROVAL UNITED STATES SECURITIES AND EXCHANGE COMMISSION

OMB

Check this box if no longer

Washington, D.C. 20549

3235-0287 Number:

subject to Section 16. Form 4 or

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

January 31, Expires: 2005 Estimated average

Form 5 obligations may continue.

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

burden hours per response... 0.5

See Instruction

30(h) of the Investment Company Act of 1940

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * MANOGUE CAROLINE B

2. Issuer Name and Ticker or Trading

5. Relationship of Reporting Person(s) to

Symbol

ENDO HEALTH SOLUTIONS INC.

(Check all applicable)

[ENDP]

(Last)

(Middle)

3. Date of Earliest Transaction

Director 10% Owner X_ Officer (give title

(Month/Day/Year) 03/08/2013

below)

Issuer

Other (specify

C/O ENDO HEALTH SOLUTIONS

INC., 1400 ATWATER DRIVE

(First)

(Street)

4. If Amendment, Date Original

6. Individual or Joint/Group Filing(Check

Exec. V.P., CLO & Secy

Filed(Month/Day/Year)

Applicable Line)

X Form filed by One Reporting Person Form filed by More than One Reporting

MALVERN, PA 19355

(City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 1.Title of 2. Transaction Date 2A. Deemed Security (Month/Day/Year) Execution Date, if

3. Code (D) (Month/Day/Year) (Instr. 8)

Code V

4. Securities Acquired 5. Amount of Transaction(A) or Disposed of (Instr. 3, 4 and 5)

Securities Beneficially Owned Following

6. 7. Nature of Ownership Indirect Form: Beneficial Direct (D) Ownership or Indirect (Instr. 4)

SEC 1474

(9-02)

(A) (D) Price Reported (I) Transaction(s) (Instr. 4)

(Instr. 3 and 4)

2010 Stock

Shares (1)

(Instr. 3)

Incentive Plan 03/08/2013 Performance

03/13/2013(2)

15,828 Α (3)

Amount

(4)

40,528 (5)

D

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

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1

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

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exerc	cisable and	7. Title	and	8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	TransactionNumber		Expiration D	ate	Amount of		Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Underly	ing	Security	Secui
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8) Derivative				Securities		(Instr. 5)	Bene
	Derivative				Securities Acquired (A) or			(Instr. 3	and 4)		Own
	Security										Follo
	•										Repo
					Disposed						Trans
					of (D)						(Instr
					(Instr. 3, 4, and 5)						
								Λ.	mount		
									mount		
						Date	Expiration Date	Title N	r Jumber		
						Exercisable		Title Numb			
				C + V	(A) (D)						
			Code V (A) (D)					S	hares		

Reporting Owners

Relationships Reporting Owner Name / Address Officer Other Director 10% Owner

MANOGUE CAROLINE B C/O ENDO HEALTH SOLUTIONS INC. 1400 ATWATER DRIVE MALVERN, PA 19355

Exec. V.P., CLO & Secy

Signatures

/s/ Caroline B. 03/15/2013 Manogue

**Signature of Reporting 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).
- (1) The performance shares vest upon the Company achieving certain shareholder return targets over a cumulative 3-year period.
- The deemed execution date represents the date on which the reporting person was notified of the number of performance shares granted (2) by the Board of Directors of Endo Health Solutions Inc. on March 8, 2013. Accordingly, pursuant to Rule 16a-3(g)(3), the deemed execution date was March 13, 2013.
- Represents target quantity of shares issuable. The exact number of shares issuable will be determined on achievement of certain (3) shareholder return targets over a cumulative 3-year period, as determined by the Board of Directors of Endo Health Solutions Inc. The executive can earn between 0% and 300% of the target shares.
- These securities were granted to Ms. Manogue in consideration of her services as the Executive Vice President, Chief Legal Officer & Secretary of Endo Health Solutions Inc.

Represents the cumulative target quantity of shares issuable with respect to all 2010 Stock Incentive Plan performance shares outstanding. The cumulative total is the combination of the target payouts for the current grant and all past grants made under the 2010 Stock Incentive Plan and still outstanding, which are subject to a range of payouts depending on the achievement of certain performance metrics as described herein for the current grants and as previously disclosed for all other performance share grants.

Reporting Owners 2

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