

ATHEROGENICS INC  
Form 8-K  
May 22, 2006

**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): May 22, 2006**

**ATHEROGENICS, INC.**

(Exact Name of Registrant as Specified in its Charter)

**Georgia**

(State or other jurisdiction  
of incorporation)

**0-31261**

(Commission  
File Number)

**58-2108232**

(I.R.S. Employer  
Identification Number)

**8995 Westside Parkway**

**Alpharetta, GA 30004**

(Address of principal executive offices)

Registrant's telephone number, including area code **(678) 336-2500**

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))
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**Item 8.01 Other Events.**

On May 22, 2006, AtheroGenics, Inc. issued a press release announcing the dismissal of the securities class action lawsuits that had been filed against the company and certain officers and directors. A copy of the press release is attached hereto as Exhibit 99.1 and is incorporated herein by reference.

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

The following exhibits are furnished as part of this current report on Form 8-K.

| Exhibit No. | Description                      |
|-------------|----------------------------------|
| 99.1        | Press Release dated May 22, 2006 |

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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.

**ATHEROGENICS, INC.**

Date: May 22, 2006

/s/ Mark P. Colonnese

Mark P. Colonnese  
Executive Vice President,  
Commercial Operations  
and Chief Financial Officer

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**EXHIBIT INDEX**

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|-------------|----------------------------------|
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