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**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

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**FORM 8-K**

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**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 1, 2009**

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**PDL BioPharma, Inc.**

(Exact name of Company as specified in its charter)

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**000-19756**

(Commission File Number)

**Delaware**

(State or Other Jurisdiction of  
Incorporation)

**94-3023969**

(I.R.S. Employer Identification No.)

**932 Southwood Boulevard**

**Incline Village, Nevada 89451**

(Address of principal executive offices, with zip code)

**(775) 832-8500**

(Company's telephone number, including area code)

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Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the Company 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))
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**Item 7.01. Regulation FD Disclosure.**

On December 1, 2009, the Company issued a press release with revenue guidance for the quarter ended December 31, 2009. A copy of the Company's press release is attached hereto as Exhibit 99.1.

Exhibit 99.1 contains forward-looking statements within the meaning of the federal securities laws. These statements are present expectations and are subject to the limitations listed therein and in the Company's other SEC reports, and actual events or results may differ materially from those in the forward-looking statements.

The information in this Item 7.01, including Exhibit 99.1, is being furnished and shall not be deemed "filed" for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the "Exchange Act"), or otherwise subject to the liabilities under that Section, and shall not be deemed incorporated by reference into any filing of the Company under the Securities Act of 1933, as amended, or the Exchange Act, except as shall be expressly set forth by specific reference in such filing.

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

(d) Exhibits.

<u>Exhibit No.</u>	<u>Description</u>
99.1	Press Release, dated December 1, 2009, entitled "PDL BioPharma Provides Fourth Quarter 2009 Revenue Guidance of Approximately \$57 Million."



**EXHIBIT INDEX**

<u>Exhibit No.</u>	<u>Description</u>
99.1	Press Release, dated December 1, 2009, entitled "PDL BioPharma Provides Fourth Quarter 2009 Revenue Guidance of Approximately \$57 Million."

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**PDL BioPharma Provides Fourth Quarter 2009 Revenue Guidance of  
Approximately \$57 Million**

INCLINE VILLAGE, NV, December 1, 2009 — PDL BioPharma, Inc. (PDL) (NASDAQ: PDLI) today announced revenue guidance for the fourth quarter ended December 31, 2009 of approximately \$57 million, as compared with \$69 million for the fourth quarter of 2008. Included in fourth quarter 2008 results was the first of two installment payments of \$12.5 million from Alexion. Also included in fourth quarter 2008 results was a one-time \$1.8 million payment from Genentech for the exercise of options to four additional antigens and extension of the option period for two antigens under its license agreement with PDL.

Royalty revenues are based on third quarter product sales by PDL's licensees and include \$3.2 million for Synagis<sup>®</sup>, which is marketed by MedImmune. When compared with 2008, underlying product sales of Avastin<sup>®</sup> and Lucentis<sup>®</sup>, for which the average royalty rate paid in the fourth quarter was 1%, increased by greater than 25% and sales of Tysabri<sup>®</sup>, for which the underlying royalty rate is 3%, increased by 23%. Underlying product sales of Synagis<sup>®</sup>, for which the average royalty rate was 3%, decreased by more than 25%. Royalties from sales of Herceptin<sup>®</sup> decreased 8% despite an 8% increase in underlying Herceptin sales because of a change in the sales mix of ex-US manufactured Herceptin for which the Company receives a flat 3% royalty rate and US manufactured Herceptin for which the fourth quarter effective rate received from Genentech/Roche for US manufactured products was 1%.

The above guidance is preliminary and actual published results may differ from such guidance. PDL plans to release its financial results for the fourth quarter 2009 in late February 2010 and will hold a conference call to discuss financial results and provide an update on company activities. Additional information regarding the call will be announced in February 2010.

**About PDL BioPharma, Inc.**

PDL BioPharma pioneered the humanization of monoclonal antibodies and, by doing so, enabled the discovery of a new generation of targeted treatments for cancer and immunologic diseases. PDL is focused on maximizing the value of its antibody humanization patents and related assets. The Company receives royalties on sales of a number of humanized antibody products marketed today and also may receive royalty payments on additional humanized antibody products launched before patent expiry in late 2014. For more information, please visit [www.pdl.com](http://www.pdl.com).

NOTE: PDL BioPharma and the PDL BioPharma logo are considered trademarks of PDL BioPharma, Inc.

## Forward-looking Statements

This press release contains forward-looking statements, including regarding PDL's expectations with respect to its 2009 royalty revenues.

Each of these forward-looking statements involves risks and uncertainties. Actual results may differ from those, express or implied, in these forward-looking statements. Factors that may cause differences between current expectations and actual results include, but are not limited to, the following:

- The expected rate of growth in royalty-bearing product sales by PDL's existing licensees;
- The relative mix of royalty-bearing products manufactured and sold outside the U.S. versus manufactured or sold in the U.S.;
- The ability to receive regulatory approvals to market and launch new royalty-bearing products and whether such products, if launched, will be commercially successful;
- Changes in any of the other assumptions including foreign currency exchange rates on which PDL's projected royalty revenues are based;
- The outcome of pending litigation or disputes; and
- The failure of licensees to comply with existing license agreements, including any failure to pay royalties due.
- The potential effects of healthcare reform legislation on pricing policies of pharmaceutical and biotech companies as well as the purchasing patterns of wholesale distributors.

Other factors that may cause PDL's actual results to differ materially from those expressed or implied in the forward-looking statements in this press release are discussed in PDL's filings with the SEC, including the "Risk Factors" sections of its annual and quarterly reports filed with the SEC. Copies of PDL's filings with the SEC may be obtained at the "Investors" section of PDL's website at [www.pdl.com](http://www.pdl.com). PDL expressly disclaims any obligation or undertaking to release publicly any updates or revisions to any forward-looking statements contained herein to reflect any change in PDL's expectations with regard thereto or any change in events, conditions or circumstances on which any such statements are based for any reason, except as required by law, even as new information becomes available or other events occur in the future. All forward-looking statements in this press release are qualified in their entirety by this cautionary statement.