

LYNX THERAPEUTICS INC

Form 8-K

September 25, 2003

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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): September 25, 2003

Date of Filing: September 25, 2003

Lynx Therapeutics, Inc.

(Exact name of registrant as specified in its charter)

Delaware

(State or other jurisdiction of incorporation)

0-22570

(Commission File No.)

94-3161073

(IRS Employer Identification No.)

25861 Industrial Blvd.

Hayward, California 94545

(Address of principal executive offices and zip code)

Registrant's telephone number, including area code: **(510) 670-9300**

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Item 5. Other Events

Item 7. Financial Statements and Exhibits

SIGNATURE

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EXHIBIT 10.39

EXHIBIT 10.40

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Item 5. Other Events

On September 25, 2003, Lynx Therapeutics, Inc. (the Company) completed a \$3 million private placement of common stock and warrants to purchase common stock (the financing). The financing included the sale of 744,000 newly issued shares of common stock at a purchase price of \$4.03 per share and the issuance of warrants to purchase 186,000 shares of common stock at an exercise price of \$9.91 per share. The price per share of common stock for the financing was based on the average of the volume-weighted average price for the 10 consecutive trading days prior to the completion of the financing. The Company has agreed to file with the SEC a resale registration statement relating to the issued common stock and the common stock issuable upon exercise of the warrants. The transaction documents effecting the financing are attached as Exhibits 10.39 and 10.40. A press release announcing the financing is attached as Exhibit 99.1 hereto.

Item 7. Financial Statements and Exhibits

(c) Exhibits

10.39	Securities Purchase Agreement by and among the Company and the investors listed therein.
10.40	Form of Warrant issued by the Company in favor of each investor.
99.1	Press Release, dated September 25, 2003, entitled Lynx Completes \$3 Million Private Equity Financing.

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SIGNATURE

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, thereunto duly authorized.

LYNX THERAPEUTICS, INC.

Dated: September 25, 2003

By: /s/ Edward C. Albini

Edward C. Albini
Chief Financial Officer
(Principal Financial and Accounting Officer)

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