

Rudio Daniel
Form 4
March 01, 2013

FORM 4

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

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 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
Rudio Daniel

2. Issuer Name and Ticker or Trading Symbol
ENDO HEALTH SOLUTIONS INC.
[ENDP]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction
(Month/Day/Year)

___ Director ___ 10% Owner
 Officer (give title below) ___ Other (specify below)
Vice President, Controller

C/O ENDO HEALTH SOLUTIONS INC., 1400 ATWATER DRIVE

(Street)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
___ Form filed by More than One Reporting Person

MALVERN, PA 19355

(City) (State) (Zip)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)	
				(A) or (D)	Price			
				Code	V	Amount		
Common Stock, par value, \$0.01 per share	02/27/2013 ⁽¹⁾		S	448	D	\$ 29.88	526 ⁽³⁾	D
						<u>(2)</u>		
Common Stock, par value, \$0.01 per share	02/27/2013 ⁽¹⁾		S	322	D	\$ 29.88	526 ⁽³⁾	D
						<u>(2)</u>		
2010 Stock Incentive Plan	02/27/2013		A	2,727	A	<u>(5)</u>	2,727	D

Restricted
Stock Units
(RSU) ⁽⁴⁾

Common Stock, par value, \$0.01 per share	02/28/2013 ⁽¹⁾	S	520	D	\$ 30.91	526 ⁽³⁾	D
					<u>(6)</u>		

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

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(9-02)

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

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Amount or Number of Shares
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title
2010 Stock Incentive Plan Stock Options	\$ 30.8	02/27/2013		A	3,012	<u>(7)</u> 02/27/2020	Common Stock	3,012

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Rudio Daniel C/O ENDO HEALTH SOLUTIONS INC. 1400 ATWATER DRIVE MALVERN, PA 19355			Vice President, Controller	

Signatures

/s/ Caroline B. Manogue, by Power of
Attorney

03/01/2013

__Signature of Reporting Person

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) This sale was made pursuant to an election made by Mr. Rudio in September 2012 to sell all shares upon vesting.
- (2) \$29.88 represents the average price of the shares sold on February 27, 2013.
- (3) The remainder of Mr. Rudio's beneficially owned shares are a result of common stock purchases in the ordinary course of business through the Company's qualified Employee Stock Purchase Plan (ESPP).

Upon each vesting date, each vested restricted stock unit automatically converts into one (1) share of Endo Health Solutions Inc. common stock. These restricted stock units (RSUs) are generally exercisable 25% per year on each of February 27, 2014, February 27, 2015, February 27, 2016 and February 27, 2017. Upon vesting, we consider the underlying RSUs to be expired.

- (5) These securities were granted to Mr. Rudio in consideration of his services as the Principal Accounting Officer of Endo Health Solutions Inc.
- (6) \$30.91 represents the average price of the shares sold on February 28, 2013.
- (7) These stock options are generally exercisable 25% per year on each of February 27, 2014, February 27, 2015, February 27, 2016 and February 27, 2017.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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