

AnorMED Inc.  
Form 6-K  
December 15, 2005

OMB APPROVAL  
OMB Number:  
3235-0116  
Expires:  
July 31, 2008  
Estimated average burden  
hours per response.....  
6.20

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

**Form 6-K**

**REPORT OF FOREIGN PRIVATE ISSUER PURSUANT TO RULE 13a-16 OR 15d-16 UNDER THE  
SECURITIES EXCHANGE ACT OF 1934**

For the month of December 1, 2005

Commission 001-32654  
File Number

**ANORMED INC.**

(Translation of registrant's name into English)

#200 20353 64 Avenue, Langley, British Columbia Canada V2Y 1N5

(Address of principal executive office)

Indicate by check mark whether the registrant files or will file annual reports under cover of Form 20-F or Form 40-F.  
Form 20-F [ ] Form 40-F [X]

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(1): [ ]

**Note:** Regulation S-T Rule 101(b)(1) only permits the submission in paper of a Form 6-K if submitted solely to provide an attached annual report to security holders.

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Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(7): [ ]

**Note:** Regulation S-T Rule 101(b)(7) only permits the submission in paper of a Form 6-K if submitted to furnish a report or other document that the registrant foreign private issuer must furnish and make public under the laws of the jurisdiction in which the registrant is incorporated, domiciled or legally organized (the registrant's home country), or under the rules of the home country exchange on which the registrant's securities are traded, as long as the report or other document is not a press release, is not required to be and has not been distributed to the registrant's security holders, and, if discussing a material event, has already been the subject of a Form 6-K submission or other Commission filing on EDGAR.

Indicate by check mark whether the registrant by furnishing the information contained in this Form is also thereby furnishing the information to the Commission pursuant to Rule 12g3-2(b) under the Securities Exchange Act of 1934. Yes [ ] No [X]

If Yes is marked, indicate below the file number assigned to the registrant in connection with Rule 12g3-2(b): 82-\_\_\_\_\_.

**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, thereunto duly authorized.

**ANORMED INC.**

(Registrant)

Date December 13, 2005

By

/ s / W.J. Adams

(Signature)\*

William J. (Bill) Adams, Chief  
Financial Officer

\* Print the name and title under the signature of the signing officer.

SEC 1815 (09-05) **Persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.**

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AnorMED Inc.

200 - 20353 64<sup>th</sup> Ave

TEL (604) 530-1057

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Langley, British Columbia

**FAX** (604) 530-0976

Canada V2Y 1N5

www.anormed.com

**PRESS RELEASE**

**ANORMED FILES FINAL SHORT FORM PROSPECTUS FOR BOUGHT DEAL FINANCING**

**THIS NEWS RELEASE IS INTENDED FOR DISTRIBUTION IN CANADA ONLY AND IS NOT INTENDED FOR DISTRIBUTION TO U.S. NEWSWIRE SERVICES OR FOR DISSEMINATION IN THE UNITED STATES.**

**For Immediate Release:**

**December 1, 2005**

**Vancouver, British Columbia** AnorMED Inc. (AMEX:AOM; TSX:AOM) announced today that it has obtained receipts for a final short form prospectus relating to the recently announced agreement with an underwriting syndicate co-led by Raymond James Ltd. and BMO Nesbitt Burns Inc., and including CIBC World Markets Inc. and Canaccord Capital Corporation under which the underwriters have agreed to purchase 6,250,000 Common Shares from AnorMED and sell to the public at a price of \$4.00 per Common Share (the issue price ), representing an aggregate issue amount of \$25,000,000. AnorMED has also granted the underwriters an option to purchase up to an additional 1,250,000 Common Shares at the issue price, exercisable until 48 hours prior to the closing date, which is expected to be on or about December 8, 2005. The underwriters will have an over-allotment option, exercisable at any time prior to 30 days after the closing date, to acquire up to an additional number of common shares equal to 15% of the number of common shares sold pursuant to the offering and the underwriters option, exercisable at the issue price.

**THIS PRESS RELEASE SHALL NOT CONSTITUTE AN OFFER TO SELL OR THE SOLICITATION OF AN OFFER TO BUY THE SECURITIES IN THE UNITED STATES OR ANY OTHER JURISDICTION.**

**THE SECURITIES HAVE NOT BEEN AND WILL NOT BE REGISTERED UNDER THE UNITED STATES SECURITIES ACT OF 1933, AS AMENDED, AND MAY NOT BE OFFERED OR SOLD IN THE UNITED STATES OR TO, OR FOR THE ACCOUNT OR BENEFIT OF, U.S. PERSONS ABSENT REGISTRATION OR AN APPLICABLE EXEMPTION FROM THE REGISTRATION REQUIREMENTS OF THE SECURITIES ACT OF 1933.**

AnorMED is a chemistry-based biopharmaceutical company focused on the discovery, development and commercialization of new therapeutic products in the areas of hematology, HIV and oncology. The Company has four products in clinical development and a research program focused on a novel class of compounds that target specific chemokine receptors known to be involved in a variety of diseases. Additional information on AnorMED Inc is available on the Company's website [www.anormed.com](http://www.anormed.com).

*Note: Certain of the statements contained in this press release contain forward-looking statements which involve known and unknown risks, uncertainties and other factors which may cause the actual results, performance or achievements of the Company, or industry results, to be materially different from any future results, performance or achievements expressed or implied by such forward-looking statements. Factors include, but are not limited to, the Company's need for additional funding, the Company's expectations as to the use of proceeds from the offering, the completion of the offering is subject to the satisfaction of customary closing conditions and other risk factors associated with the Company's business contained in the Company's Final Short Form Prospectus filed with securities regulatory authorities and dated December 1, 2005. The Company does not expect to update any forward-looking statements as conditions change.*

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For further information:

W.J. (Bill) Adams, C.A.  
Chief Financial Officer  
Tel: (604) 530-1057  
E-mail: [info@anormed.com](mailto:info@anormed.com)

Elisabeth Whiting, M.Sc.  
VP Corporate Development & Communications  
Tel: (604) 532-4667  
E-mail : [ewhiting@anormed.com](mailto:ewhiting@anormed.com)

AnorMED Inc.

200 - 20353 64<sup>th</sup> Ave

TEL (604) 530-1057

Langley, British Columbia

FAX (604) 530-0976

Canada V2Y 1N5

www.anormed.com

**PRESS RELEASE**

**ANORMED ANNOUNCES EXERCISE OF UNDERWRITERS OPTION AND OVER-ALLOTMENT OPTION**

**THIS NEWS RELEASE IS INTENDED FOR DISTRIBUTION IN CANADA ONLY AND IS NOT INTENDED FOR DISTRIBUTION TO U.S. NEWSWIRE SERVICES OR FOR DISSEMINATION IN THE UNITED STATES.**

**For Immediate Release:**

**December 5, 2005**

**Vancouver, British Columbia** AnorMED Inc. (AMEX:AOM; TSX:AOM) announced today that it has received notice that the underwriters have exercised their option to purchase 1,250,000 Common Shares for gross proceeds of \$5,000,000 and have exercised their over-allotment option to purchase an additional 1,125,000 common shares for further gross proceeds of \$4,500,000 (the Options ). The Options were granted pursuant to an agreement (the Underwriting Agreement ) with an underwriting syndicate co-led by Raymond James Ltd. and BMO Nesbitt Burns Inc., and including CIBC World Markets Inc. and Canaccord Capital Corporation under which the underwriters have agreed to purchase 6,250,000 Common Shares from AnorMED and sell to the public at a price of \$4.00 per Common Share (the issue price ), representing an aggregate issue amount of \$25,000,000. Pursuant to the Underwriting Agreement, AnorMED granted the underwriters an option to purchase up to an additional 1,250,000 Common Shares at the issue price, exercisable until 48 hours prior to the closing date. The underwriters were also granted an over-allotment option, exercisable at any time prior to 30 days after the closing date, to acquire up to an additional number of common shares equal to 15% of the number of common shares sold pursuant to the offering and the underwriters option, exercisable at the issue price. The closing date is expected to be on or about December 8, 2005.

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AnorMED is a chemistry-based biopharmaceutical company focused on the discovery, development and commercialization of new therapeutic products in the areas of hematology, HIV and oncology. The Company has four products in clinical development and a research program focused on a novel class of compounds that target specific chemokine receptors known to be involved in a variety of diseases. Additional information on AnorMED Inc. is available on the Company's website [www.anormed.com](http://www.anormed.com).

*Note: Certain of the statements contained in this press release contain forward-looking statements which involve known and unknown risks, uncertainties and other factors which may cause the actual results, performance or achievements of the Company, or industry results, to be materially different from any future results, performance or achievements expressed or implied by such forward-looking statements. Factors include, but are not limited to, the Company's need for additional funding, the Company's expectations as to the use of proceeds from the offering, the completion of the offering is subject to the satisfaction of customary closing conditions and other risk factors associated with the Company's business contained in the Company's Final Short Form Prospectus filed with securities regulatory authorities and dated December 1, 2005. The Company does not expect to update any forward-looking statements as conditions change.*

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For further information:

W.J. (Bill) Adams, C.A.  
Chief Financial Officer  
Tel: (604) 530-1057  
E-mail: [info@anormed.com](mailto:info@anormed.com)

Elisabeth Whiting, M.Sc.  
VP Corporate Development & Communications  
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E-mail : [ewhiting@anormed.com](mailto:ewhiting@anormed.com)

AnorMED Inc.

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Langley, British Columbia

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**PRESS RELEASE**

**ANORMED CLOSES \$34,500,000 BOUGHT DEAL FINANCING**

**THIS NEWS RELEASE IS INTENDED FOR DISTRIBUTION IN CANADA ONLY AND IS NOT INTENDED FOR DISTRIBUTION TO U.S. NEWSWIRE SERVICES OR FOR DISSEMINATION IN THE UNITED STATES.**

**For Immediate Release:**

**December 8, 2005**

**Vancouver, British Columbia** AnorMED Inc. (AMEX:AOM; TSX:AOM) announced today that it has successfully closed its offering of 8,625,000 Common Shares for gross proceeds of \$34,500,000 in connection with the previously announced agreement (the Underwriting Agreement ) with an underwriting syndicate co-led by Raymond James Ltd. and BMO Nesbitt Burns Inc., and including CIBC World Markets Inc. and Canaccord Capital Corporation. The underwriting syndicate agreed to purchase 6,250,000 Common Shares from AnorMED, on a bought deal basis, and sell to the public at a price of \$4.00 per Common Share (the Issue Price ), representing an aggregate issue amount of \$25,000,000. As well, the underwriters have exercised their option under the Underwriting Agreement to purchase an additional 1,250,000 Common Shares at the Issue Price for further gross proceeds of \$5,000,000 and have exercised their over-allotment option under the Underwriting Agreement, to purchase an additional 1,125,000 Common Shares at the Issue Price for further gross proceeds of \$4,500,000. As of December 8, 2005, after the closing, the Company has 40,501,692 Common Shares issued and outstanding.

**THIS PRESS RELEASE SHALL NOT CONSTITUTE AN OFFER TO SELL OR THE SOLICITATION OF AN OFFER TO BUY THE SECURITIES IN THE UNITED STATES OR ANY OTHER JURISDICTION.**

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AnorMED is a chemistry-based biopharmaceutical company focused on the discovery, development and commercialization of new therapeutic products in the areas of hematology, HIV and oncology. The Company has four products in clinical development and a research program focused on a novel class of compounds that target specific chemokine receptors known to be involved in a variety of diseases. Additional information on AnorMED Inc. is available on the Company's website [www.anormed.com](http://www.anormed.com).

*Note: Certain of the statements contained in this press release contain forward-looking statements which involve known and unknown risks, uncertainties and other factors which may cause the actual results, performance or achievements of the Company, or industry results, to be materially different from any future results, performance or achievements expressed or implied by such forward-looking statements. Factors include, but are not limited to, the Company's need for additional funding, the Company's expectations as to the use of proceeds from the offering and other risk factors associated with the Company's business contained in the Company's Final Short Form Prospectus filed with securities regulatory authorities and dated December 1, 2005. The Company does not expect to update any forward-looking statements as conditions change.*

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For further information:

W.J. (Bill) Adams, C.A.  
Chief Financial Officer  
Tel: (604) 530-1057  
E-mail: [info@anormed.com](mailto:info@anormed.com)

Elisabeth Whiting, M.Sc.  
VP Corporate Development & Communications  
Tel: (604) 532-4667  
E-mail : [ewhiting@anormed.com](mailto:ewhiting@anormed.com)



**Form 51-102F3  
Material Change Report**

***Item 1.***

***Name and Address of Company***

AnorMED Inc. ( AnorMED , the Company or we )  
Suite 200, 20353 - 64<sup>th</sup> Avenue  
Langley, British Columbia V2Y 1N5

***Item 2.***

***Date of Material Change***

December 1, 2005, in respect of the filing of the final short form prospectus.

December 5, 2005, in respect of the exercise of the underwriters option and over-allotment option in connection with the prospectus offering.

December 8, 2005, in respect of the closing of the prospectus offering.

***Item 3.***

***News Release***

The news release, in respect of the filing of the filing of the short form prospectus, was issued at Langley, B.C. on December 1, 2005 and disseminated via Canada NewsWire.

The news release, in respect of the exercise of the underwriters option and over-allotment option in connection with the prospectus offering, was issued at Langley, B.C. on December 5, 2005 and disseminated via Canada NewsWire.

The news release, in respect of the closing of the prospectus offering, was issued at Langley, B.C. on December 8, 2005 and disseminated via Canada NewsWire.

***Item 4.***

***Summary of Material Change***

The Company announced on December 1, 2005 that it has obtained a receipt for a final short form prospectus relating to the recently announced agreement with an underwriting syndicate co-led by Raymond James Ltd. and BMO Nesbitt Burns Inc., and including CIBC World Markets Inc. and Canaccord Capital Corporation.

The Company announced on December 5, 2005 that it has received notice that the underwriters have exercised their option to purchase 1,250,000 Common Shares for gross proceeds of \$5,000,000 and have exercised their over-allotment option to purchase an additional 1,125,000 common shares for further gross proceeds of \$4,500,000.

The Company announced on December 8, 2005 that it has successfully closed its offering of 8,625,000 Common Shares for gross proceeds of \$34,500,000 in connection with the previously announced agreement (the Underwriting Agreement ) with an underwriting syndicate co-led by Raymond James Ltd. and BMO Nesbitt Burns Inc., and including CIBC World Markets Inc. and Canaccord Capital Corporation.

**Item 5.**

***Full Description of Material Change***

Filing of Final Prospectus

The Company announced on December 1, 2005 that it has obtained a receipt for a final short form prospectus relating to the recently announced agreement with an underwriting syndicate co-led by Raymond James Ltd. and BMO Nesbitt Burns Inc., and including CIBC World Markets Inc. and Canaccord Capital Corporation under which the underwriters have agreed to purchase 6,250,000 Common Shares from AnorMED and sell to the public at a price of \$4.00 per Common Share (the issue price ), representing an aggregate issue amount of \$25,000,000. AnorMED has also granted the underwriters an option to purchase up to an additional 1,250,000 Common Shares at the issue price, exercisable until 48 hours prior to the closing date, which is expected to be on or about December 8, 2005. The underwriters will have an over-allotment option, exercisable at any time prior to 30 days after the closing date, to acquire up to an additional number of common shares equal to 15% of the number of common shares sold pursuant to the offering and the underwriters option, exercisable at the issue price

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#### Exercise of Underwriters' Option and Over-allotment Option

The Company announced on December 5, 2005 that it has received notice that the underwriters have exercised their option to purchase 1,250,000 Common Shares for gross proceeds of \$5,000,000 and have exercised their over-allotment option to purchase an additional 1,125,000 common shares for further gross proceeds of \$4,500,000 (the Options). The Options were granted pursuant to an agreement (the Underwriting Agreement) with an underwriting syndicate co-led by Raymond James Ltd. and BMO Nesbitt Burns Inc., and including CIBC World Markets Inc. and Canaccord Capital Corporation under which the underwriters have agreed to purchase 6,250,000 Common Shares from AnorMED and sell to the public at a price of \$4.00 per Common Share (the issue price), representing an aggregate issue amount of \$25,000,000. Pursuant to the Underwriting Agreement, AnorMED granted the underwriters an option to purchase up to an additional 1,250,000 Common Shares at the issue price, exercisable until 48 hours prior to the closing date. The underwriters were also granted an over-allotment option, exercisable at any time prior to 30 days after the closing date, to acquire up to an additional number of common shares equal to 15% of the number of common shares sold pursuant to the offering and the underwriters' option, exercisable at the issue price. The closing date is expected to be on or about December 8, 2005.

#### Closing of Prospectus Offering

The Company announced on December 8, 2005 that it has successfully closed its offering of 8,625,000 Common Shares for gross proceeds of \$34,500,000 in connection with the previously announced agreement (the Underwriting Agreement) with an underwriting syndicate co-led by Raymond James Ltd. and BMO Nesbitt Burns Inc., and including CIBC World Markets Inc. and Canaccord Capital Corporation. The underwriting syndicate agreed to purchase 6,250,000 Common Shares from AnorMED, on a bought deal basis, and sell to the public at a price of \$4.00 per Common Share (the Issue Price), representing an aggregate issue amount of \$25,000,000. As well, the underwriters have exercised their option under the Underwriting Agreement to purchase an additional 1,250,000 Common Shares at the Issue Price for further gross proceeds of \$5,000,000 and have exercised their over-allotment option under the Underwriting Agreement, to purchase an additional 1,125,000 Common Shares at the Issue Price for further gross proceeds of \$4,500,000. As of December 8, 2005, after the closing, the Company has 40,501,692 Common Shares issued and outstanding.

**THIS MATERIAL CHANGE REPORT SHALL NOT CONSTITUTE AN OFFER TO SELL OR THE SOLICITATION OF AN OFFER TO BUY THE SECURITIES IN THE UNITED STATES OR ANY OTHER JURISDICTION. THE SECURITIES HAVE NOT BEEN AND WILL NOT BE REGISTERED UNDER THE UNITED STATES SECURITIES ACT OF 1933, AS AMENDED, AND MAY NOT BE OFFERED OR SOLD IN THE UNITED STATES OR TO, OR FOR THE ACCOUNT OR BENEFIT OF, U.S. PERSONS ABSENT REGISTRATION OR AN APPLICABLE EXEMPTION FROM THE REGISTRATION REQUIREMENTS OF THE SECURITIES ACT OF 1933**

*Note: Certain of the statements contained in this press release contain forward-looking statements which involve known and unknown risks, uncertainties and other factors which may cause the actual results, performance or achievements of the Company, or industry results, to be materially different from any future results, performance or achievements expressed or implied by such forward-looking statements. Factors include, but are not limited to, the Company's need for additional funding, the Company's expectations as to the use of proceeds from the offering and other risk factors associated with the Company's business contained in the Company's Final Short Form Prospectus filed with securities regulatory authorities and dated December 1, 2005. The Company does not expect to update any forward-looking statements as conditions change.*

***Item 6.***

***Reliance on subsection 7.1(2) or (3) of National Instrument 51-102***

Not applicable.

***Item 7.***

***Omitted Information***

No significant facts remain confidential and no information has been omitted in this report.

***Item 8.***

***Executive Officer***

**Name of Executive Officer:** Mr. W.J. (Bill) Adams

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**Telephone Number:** Chief Financial Officer  
604 530 1057

***Item 9.***

***Date of Report***

December 9, 2005.

***W.J. Adams***  
Signature

W.J. (Bill) Adams,  
Chief Financial Officer  
Name and Position of Signatory