

NORTHFIELD LABORATORIES INC /DE/  
Form 8-K  
January 09, 2009

**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): January 5, 2009**

**NORTHFIELD LABORATORIES INC.**

(Exact Name of Registrant as Specified in Charter)

**Delaware**  
(State or Other Jurisdiction of  
Incorporation)

**000-24050**  
(Commission File Number)

**36-3378733**  
(IRS Employer Identification  
No.)

**1560 Sherman Avenue  
Suite 1000  
Evanston, Illinois 60201-4800**  
(Address of Principal Executive Offices and Zip Code)

**(847) 864-3500**  
(Registrant's Telephone Number, Including Area Code)

**Not Applicable**  
(Former Name or Former Address, if Changed Since Last Report)

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:

- 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 1.02. Termination of a Material Definitive Agreement.**

On January 5, 2009, Northfield Laboratories Inc. ( Northfield ) provided written notice of termination of the Second Amendment to Lease dated as of March 3, 2005 (the Lease ) between Northfield, as tenant, with Rotary International, as landlord, relating to Northfield s corporate headquarters in Evanston, Illinois. Northfield made a termination payment to Rotary International of approximately \$110,000 in accordance with the provisions of the Lease.

Termination of the Lease will become effective as of June 30, 2009. Beginning in June 2009, Northfield expects to consolidate its operations at its owned facility in Mt. Prospect, Illinois.

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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.

Dated: January 9, 2008

NORTHFIELD LABORATORIES INC.

By: /s/ Jack J. Kogut

Jack J. Kogut

*Senior Vice President Administration*