

ENDOLOGIX INC /DE/  
Form 8-K  
January 12, 2005

**Table of Contents**

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**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 11, 2005

**ENDOLOGIX, INC.**

(Exact name of registrant as specified in its charter)

Delaware  
(State or other jurisdiction  
of incorporation)

000-28440  
(Commission File Number)

68-0328265  
(I.R.S. Employer  
Identification No.)

13900 Alton Parkway, Suite 122, Irvine, CA  
(Address of principal executive offices)

92618  
(Zip Code)

Registrant's telephone number, including area code: (949) 595-7200

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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**TABLE OF CONTENTS**

Item 1.01 Entry Into Material Definitive Agreement.

SIGNATURES

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**Table of Contents**

**Item 1.01 Entry Into Material Definitive Agreement.**

At a Special Meeting of Stockholders of Endologix, Inc. (the Company ) held on January 11, 2005, the Company s stockholders approved an amendment to the Company s 1996 Stock Option/Stock Issuance Plan (the Plan ) to increase the number of shares issuable under the Plan by 2,000,000 shares, bringing the total number of shares issuable under the Plan to 5,450,000.

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**Table of Contents**

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.

ENDOLOGIX, INC.

January 12, 2005

/s/ Paul McCormick  
Paul McCormick, President and  
Chief Executive Officer