

NEUROLOGIX INC/DE  
Form 8-K  
August 20, 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): August 20, 2009**

**Neurologix, Inc.**

(Exact name of registrant as specified in its charter)

**Delaware**

**000-13347**

**06-1582875**

(State or other jurisdiction  
of incorporation)

(Commission File Number)

(IRS Employer Identification No.)

**One Bridge Plaza, Fort Lee, New Jersey**

**07024**

(Address of principal executive offices)

(Zip Code)

Registrant's telephone number, including area code: **(201) 592-6451**

(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 5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.**

*John E. Mordock, President and Chief Executive Officer*

On August 20, 2009, Neurologix, Inc. (the Company ) and John E. Mordock, the Company's President and Chief Executive Officer, entered into an employment agreement (the Mordock Employment Agreement ). The Mordock Employment Agreement replaces an earlier employment agreement between John Mordock and the Company dated December 4, 2007.

The Mordock Employment Agreement is attached hereto as Exhibit 10.1 and incorporated by reference herein.

*Marc Panoff, Chief Financial Officer, Treasurer and Secretary*

On August 20, 2009, the Company and Marc Panoff, the Company's Chief Financial Officer, Treasurer and Secretary, entered into an employment agreement (the Panoff Employment Agreement ). The Panoff Employment Agreement replaces an earlier employment agreement between Marc Panoff and the Company dated December 4, 2007.

The Panoff Employment Agreement is attached hereto as Exhibit 10.2 and incorporated by reference herein.

**Item 9.01 Financial Statements and Exhibits.**

(d) Exhibits

10.1 Mordock Employment Agreement between John E. Mordock and Neurologix, Inc., dated as of August 20, 2009.

10.2 Panoff Employment Agreement between Marc L. Panoff and Neurologix, Inc., dated as of August 20, 2009.

**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.

**NEUROLOGIX, INC.**

Date: August 20, 2009

By: /s/ Marc L. Panoff

Name: Marc L. Panoff

Title: Chief Financial Officer, Secretary and  
Treasurer