

Edgar Filing: ICN PHARMACEUTICALS INC - Form DEFA14A

ICN PHARMACEUTICALS INC
Form DEFA14A
May 20, 2002

SCHEDULE 14A INFORMATION

Proxy Statement Pursuant To Section 14(a) Of
The Securities Exchange Act Of 1934

- Filed by the Registrant [X]
- Filed by a Party other than the Registrant []
- Check the appropriate box:
- [] Preliminary Proxy Statement
- [] CONFIDENTIAL, FOR USE OF THE COMMISSION ONLY (AS PERMITTED BY RULE 14A-6(E) (2))
- [] Definitive Proxy Statement
- [X] Definitive Additional Materials
- [] Soliciting Material Pursuant to Section 240.14a-12

ICN Pharmaceuticals, Inc.

(Name of Registrant as Specified in its Charter)

N/A

(Name of Person(s) Filing Proxy Statement, if other than the Registrant)
Payment of Filing Fee (Check the appropriate box):

- [X] No fee required.
- [] Fee computed on table below per Exchange Act Rules 14a-6(i) (4) and 0-11.

(1) Title of each class of securities to which transaction applies:

(2) Aggregate number of securities to which transaction applies:

(4) Proposed maximum aggregate value of transaction:

(5) Total fee paid:

[] Fee paid previously with preliminary materials.

[] Check box if any part of the fee is offset as provided by Exchange Act Rule 0-11(a) (2) and identify the filing for which the offsetting fee was paid previously. Identify the previous filing by registration statement number, or the Form or Schedule and the date of its filing.

(1) Amount Previously Paid:

(2) Form, Schedule or Registration Statement No.:

(3) Filing Party:

(4) Date Filed:

Following is the text of additional presentation materials delivered to ICN Pharmaceuticals, Inc. stockholders on or about May 17, 2002:

Information an ICN Stockholder may want to Consider

PROVIDENCE/DENTON* TRACK RECORD**

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[Bar Graph Omitted]

o 5 of 9 companies bankrupt

Stock Price

o Approximate date of Providence/
Denton's Initial Involvement

o Current: 5/14/02

Standard Brands

4/29/91	\$72.50
5/14/02	\$0.00 (1)

California Microwave

11/8/96	\$14.50
5/14/02	\$0.00 (1)

Chic (Durango)

1/13/98	\$7.06
5/14/02	\$0.00 (1)

Iwerks

3/17/98	\$10.94
5/14/02	\$0.63 (2)

Ogden (Covanta)

4/27/98	\$29.50
5/14/02	\$0.00 (1)

Great Lakes

2/15/99	\$35.75
5/14/02	\$26.70

AP Pharma

4/22/99	\$5.38
5/14/02	\$2.27

Baldwin Piano

9/3/99	\$8.13
5/14/02	\$0.00 (1)

USG

5/10/00	\$41.81
5/14/02	\$6.95

Notes:

- (1) Company entered into bankruptcy
- (2) Acquired 1/10/02

Source: FactSet and Bloomberg

Don't put ICN in the red column
VOTE THE GOLD CARD FOR ICN

* Providence Capital, Inc., of which Herbert A. Denton is President, is acting as financial adviser to Franklin Mutual Advisers, LLC and Iridian

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Asset Management LLC in connection with their nomination of three directors for election at ICN's 2002 Annual Meeting of Stockholders. Providence was also a member of the ICN Committee to Maximize Shareholder Value, which nominated three directors who were elected at ICN's 2001 Annual Meeting of Stockholders.

** Includes nine companies in which Providence made an investment or Providence or stockholders on whose behalf it was acting sought to influence management out of 28 such companies identified by ICN, based on publicly available information. These nine companies were selected because these companies experienced the worst performance among the 28 companies following Providence's investment or other involvement. This graph should not be read to imply that Providence's investment or other involvement was the cause of the decline in stock price.