

**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): **October 4, 2005**

RIGEL PHARMACEUTICALS, INC.

(Exact name of registrant as specified in its charter)

Delaware

(State or other jurisdiction of incorporation)

0-29889

(Commission File No.)

94-3248524

(IRS Employer Identification No.)

**1180 Veterans Boulevard
South San Francisco, CA 94080**

(Address of principal executive offices and zip code)

Registrant's telephone number, including area code: **(650) 624-1100**

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 (see General Instruction A.2. below):

- 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))

Item 5.02. Departure of Directors or Principal Officers; Election of Directors; Appointment of Principal Officers.

On October 5, 2005, Rigel Pharmaceuticals, Inc. announced two changes to its Board of Directors. Effective October 5, 2005, Gary A. Lyons, was appointed to serve on Rigel's Board of Directors as a Class III director until Rigel's 2009 annual stockholders' meeting. At this time, no determination has been made as to which, if any, of Rigel's board committees Mr. Lyons will be appointed. Additionally, Nicholas J. Simon III, announced his resignation from Rigel's Board of Directors effective October 4, 2005.

A copy of the press release further describing these changes is filed as Exhibit 99.1 to this report and is incorporated herein by reference.

Item 9.01. Financial Statements and Exhibits.

(c) Exhibits.

<u>Exhibit No.</u>	<u>Description</u>
99.1	Press Release, dated October 5, 2005, entitled "Rigel Pharmaceuticals Announces Changes to Board of Directors and Appoints Gary A. Lyons."

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.

RIGEL PHARMACEUTICALS, INC.

Dated: October 5, 2005

By: /s/ James H. Welch

James H. Welch

EXHIBIT INDEX

Exhibit No.	Description
99.1	Press Release, dated October 5, 2005, entitled "Rigel Pharmaceuticals Announces Changes to Board of Directors and Appoints Gary A. Lyons."

Rigel Announces Changes to Board of Directors**And Appoints Gary A. Lyons**

SOUTH SAN FRANCISCO, Calif. – October 5, 2005 – Rigel Pharmaceuticals, Inc. (Nasdaq: RIGL - News) today announced that Gary A. Lyons, president and chief executive officer of Neurocrine Biosciences, Inc., has been appointed to Rigel's board of directors, effective as of October 5, 2005, to serve as a Class III director until Rigel's 2006 annual stockholders' meeting. At this time, Rigel has made no determination as to which committees, if any, Mr. Lyons will be appointed. Mr. Lyons brings over 35 years of management experience in the biotechnology and pharmaceutical industries to Rigel's board. Rigel also announced that Nicholas J. Simon III, managing director of Clarus Ventures and general partner in MPM BioVentures III, has resigned from Rigel's board of directors, effective October 4, 2005. Mr. Simon was a member of Rigel's Compensation Committee.

"Gary's insight and expertise will be invaluable as we continue to advance our novel drug candidates in the clinic and develop commercialization strategies," stated James M. Gower, Rigel's chairman and chief executive officer. "He has successfully implemented a strategy at Neurocrine that has set a high standard for biopharmaceutical companies."

Mr. Gower also thanked Nicholas Simon for his contributions, "During his tenure on the board of directors, Nick brought extensive pharmaceutical business expertise. We thank him for his support and guidance as we successfully transitioned to a late-stage drug development company."

Mr. Lyons has held senior management positions at Neurocrine Biosciences, Inc. and Genentech, Inc. A member of the senior management team at Neurocrine since 1993, Mr. Lyons led Neurocrine as it transitioned from a research-based organization into a development company with seven products in the clinic and four major pharmaceutical partners. Prior to joining Neurocrine, Mr. Lyons was vice president of business development at Genentech, Inc. where he was responsible for international licensing, acquisitions and partnering, and had operating responsibility for Genentech's two subsidiaries, Genentech Canada, Inc. and Genentech Limited (Japan). He holds a B.S. in marine biology from the University of New Hampshire and an M.B.A. from Northwestern University's J.L. Kellogg Graduate School of Management. Mr. Lyons currently serves on the Board of Directors of Neurocrine Biosciences, Inc. and Vical, Inc.

About Rigel

Rigel is a late-stage drug development company that discovers and develops novel, small-molecule drugs for the treatment of inflammatory diseases, cancer and viral diseases. Our goal is to move one new product candidate for a significant indication into the clinic each year. We have achieved this goal since 2002. Our pioneering research focuses on intracellular signaling pathways and their targets that are critical to disease mechanisms. Rigel's productivity has resulted in strategic collaborations with large pharmaceutical partners to develop and market our product candidates. We have three product development programs in allergy/asthma, rheumatoid arthritis and cancer.

This press release contains "forward-looking" statements, including statements related to Rigel's plans to pursue clinical development of product candidates and the timing thereof. Any statements contained in this press release that are not statements of historical fact may be deemed to be forward-looking statements. Words such as "plans," "intends," "expects" and similar expressions are intended to identify these forward-looking statements. There are a number of important factors that could cause Rigel's results to differ materially from those indicated by these forward-looking statements, including risks associated with the timing and success of pre-clinical studies and clinical trials, as well as other risks detailed from time to time in Rigel's SEC reports, including its Quarterly Report on Form 10-Q for the quarter ended June 30, 2005. Rigel does not undertake any obligation to update forward-looking statements.

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