
**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION**
Washington, D.C. 20549

SCHEDULE 14A
(RULE 14a-101)

**PROXY STATEMENT PURSUANT TO SECTION 14(a) OF THE
SECURITIES
EXCHANGE ACT OF 1934**

Filed by the Registrant 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
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- Soliciting Material Pursuant to §240.14a-12

IMPAX LABORATORIES, INC.
(Name of Registrant as Specified In Its Charter)

(Name of Person(s) Filing Proxy Statement, if other than the Registrant)

Payment of Filing Fee (Check the appropriate box):

- No fee required.
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(1) Title of each class of securities to which transaction applies:

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LETTER TO STOCKHOLDERS OF IMPAX

February 12, 2018

Dear Impax Stockholders:

The board of directors of Impax Laboratories, Inc. (“Impax”) and the board of managers of Amneal Pharmaceuticals LLC (“Amneal”) recently agreed to combine the generics and specialty pharmaceutical business of Impax with the generic drug development and manufacturing business of Amneal in a transaction that represents an opportunity to create a new generics company, pursuant to the Business Combination Agreement (the “BCA”), dated as of October 17, 2017, among Impax, Amneal, Atlas Holdings, Inc., a direct wholly owned subsidiary of Impax (“Holdco”) and K2 Merger Sub Corporation, a direct wholly owned subsidiary of Holdco (“Merger Sub”), as amended on November 21, 2017 and December 16, 2017, and the transactions contemplated thereby (the “Combination”).

The Combination includes (i) the merger of Impax with Merger Sub with Impax surviving the merger as a direct wholly owned subsidiary of Holdco (the “Impax Merger”), (ii) the conversion of the surviving corporation of the Impax Merger into a Delaware limited liability company, (iii) the contribution by Holdco of all of the equity interests of Impax to Amneal in exchange for certain equity interests of Amneal and (iv) the issuance by Holdco of shares of its Class B common stock to the existing members of Amneal (the “Existing Amneal Members”).

Following completion of the Combination, the combined businesses will operate under Holdco as a new holding company, which will be renamed Amneal Pharmaceuticals, Inc. (“New Amneal”). In connection with the Combination, each share of common stock of Impax will be converted into the right to receive one share of New Amneal Class A common stock. Holders of Impax common stock (“Impax Stockholders”) immediately prior to the Combination will collectively hold approximately 25%, and the Existing Amneal Members will hold approximately 75%, of the voting and economic interests in the combined businesses of Impax and Amneal under New Amneal. Following the closing of the Combination and the PIPE Investment (as described on pages 5-6 of the enclosed combined proxy statement/prospectus), it is expected that the Existing Amneal Members will hold approximately 60% of the voting power of the outstanding shares of New Amneal common stock (the “New Amneal Shares”) and TPG Improv Holdings, L.P. and other institutional investors will hold approximately 15% of the voting power of the outstanding New Amneal Shares.

We are excited about the Combination and the opportunities that it presents, and we invite you to a special meeting of Impax Stockholders (the “Special Meeting”) to be held on March 27, 2018 at 9:00 a.m. local time, at the Bridgewater Marriott Hotel located at 700 Commons Way, Bridgewater, New Jersey 08807, to vote on matters relating to the Combination.

You are being asked to consider and vote on the following proposals:

- a proposal to adopt the BCA and thereby approve the Combination (the “Combination Proposal”);
- a proposal to approve, on a non-binding advisory basis, the compensatory arrangements between Impax and certain Impax executive officers relating to the Combination that are disclosed in the section entitled “*The Special Meeting—Vote Required and Impax Board Recommendation—Compensation Proposal*” beginning on page 68 of the enclosed combined proxy statement/prospectus;
- a proposal to approve and adopt the Atlas Holdings, Inc. 2018 Incentive Award Plan; and
- a proposal to approve any motion to adjourn the Special Meeting, if necessary or appropriate, (i) due to the absence of a quorum, (ii) to prevent a violation of applicable law, (iii) to provide to Impax

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Stockholders any supplement or amendment to the combined proxy statement/prospectus and/or (iv) to solicit additional proxies if Impax reasonably determines that it is advisable or necessary to do so in order to obtain Impax Stockholder approval of the Combination Proposal.

IMPAX'S BOARD OF DIRECTORS RECOMMENDS THAT YOU VOTE "FOR" EACH OF THE PROPOSALS DESCRIBED ABOVE.

The Combination cannot be completed unless you vote to adopt the BCA and thereby approve the Combination. Approval of the Combination Proposal is a condition to the consummation of the Combination; the failure to adopt the other proposals will have no impact on the consummation of the Combination.

More information about the Combination and the proposals described above is contained in the enclosed combined proxy statement/prospectus. We urge you to read this document, including the Annexes and the documents incorporated by reference, carefully and in full. In particular, we urge you to read the section entitled "*Risk Factors*" beginning on page 27 of the enclosed combined proxy statement/prospectus.

The close of business on February 9, 2018 has been fixed as the record date for determining the Impax Stockholders entitled to receive notice of and to vote at the Special Meeting.

We look forward to seeing you at the Special Meeting and appreciate your support at this key moment for our company.

Best regards,



Paul M. Bisaro
President and Chief Executive Officer

Your vote is very important. Whether or not you plan to attend the Special Meeting, please vote as soon as possible by following the instructions in the enclosed combined proxy statement/prospectus.

Neither the Securities and Exchange Commission nor any state securities commission has approved or disapproved of the Combination, the adoption of the BCA, the issuance of New Amneal Shares in connection with the Combination, or any other transaction described in the enclosed combined proxy statement/prospectus, or passed upon the adequacy or accuracy of the disclosure in this document. Any representation to the contrary is a criminal offense.

The enclosed combined proxy statement/prospectus is dated February 12, 2018, and is first being mailed to Impax Stockholders on or about February 13, 2018.

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NOTICE OF SPECIAL MEETING

Important Notice Regarding the Special Meeting to be held on March 27, 2018

A Special Meeting of the holders of Impax Laboratories, Inc. ("Impax") common stock (the "Impax Stockholders") will be held on March 27, 2018, at 9:00 a.m. local time at the Bridgewater Marriott Hotel located at 700 Commons Way, Bridgewater, New Jersey 08807, for the following purposes:

1. To consider and vote upon a proposal to adopt the Business Combination Agreement, dated as of October 17, 2017 (the "BCA"), by and among Amneal Pharmaceuticals LLC ("Amneal"), Atlas Holdings, Inc. ("Holdco"), K2 Merger Sub Corporation ("Merger Sub") and Impax, as amended on November 21, 2017 and December 16, 2017, and thereby approve the transactions contemplated thereby (the "Combination Proposal");
2. To consider and vote upon a proposal to approve, on a non-binding advisory basis, certain compensatory arrangements between Impax and certain named Impax executive officers relating to the Combination that are described in the section entitled "*The Special Meeting—Vote Required and Impax Board Recommendation—Compensation Proposal*" beginning on page 68 of the enclosed combined proxy statement/prospectus (the "Compensation Proposal");
3. To consider and vote upon a proposal to approve and adopt the Atlas Holdings, Inc. 2018 Incentive Award Plan; and
4. To consider and vote upon a proposal to approve any proposal to adjourn the Special Meeting, or any postponement thereof, to another time or place if necessary or appropriate (i) due to the absence of a quorum at the Special Meeting, (ii) to prevent a violation of applicable law, (iii) to provide to Impax Stockholders any supplement or amendment to the combined proxy statement/prospectus and/or (iv) to solicit additional proxies if Impax reasonably determines that it is advisable or necessary to do so in order to obtain Impax Stockholder approval of the Combination Proposal.

The board of directors has unanimously determined that the transactions, including the merger of Merger Sub with and into Impax (the "Impax Merger"), are in the best interests of and advisable to the Impax Stockholders and recommends that the Impax Stockholders adopt the BCA and thereby approve the transactions contemplated by the BCA (the "Combination"), including the Impax Merger. The board of directors made its determination after consultation with its legal and financial advisors and consideration of a number of factors.

YOUR VOTE IS VERY IMPORTANT!

Please promptly vote your shares by telephone, using the Internet, or by signing and returning your proxy in the enclosed envelope if you received a printed version.

IMPAX'S BOARD OF DIRECTORS RECOMMENDS THAT YOU VOTE FOR ITEMS 1, 2, 3 AND 4 ON THE PROXY CARD.

The close of business on February 9, 2018 has been fixed as the record date for determining the Impax Stockholders entitled to receive notice of and to vote at the Special Meeting.

This combined proxy statement/prospectus is available at <http://investors.impaxlabs.com/Investor-Relations/default.aspx>. If you are an Impax Stockholder of record, you may access your proxy card by either:

- visiting: www.voteproxy.com, entering the information requested on your computer screen and following the simple instructions, or
- calling (in the United States, U.S. territories, and Canada) toll-free (800) 776-9437 on a touch-tone telephone and following the simple instructions provided by the recorded message.

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