

FORM 6-K

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

**Report of Foreign Private Issuer
Pursuant to Rule 13a-16 under
the Securities Exchange Act of 1934**

For the month ended November, 2012

ICON plc
(Registrant's name)

0-29714
(Commission file number)

South County Business Park, Leopardstown, Dublin 18, Ireland
(Address of principal executive offices)

Brendan Brennan, CFO
South County Business Park Leopardstown, Dublin 18, Ireland.
Brendan.Brennan@iconplc.com
0011-353-1-291-2000

(Name, telephone number, email and/or facsimile number and address of Company contact person)

Indicate by check mark whether the registrant files or will file annual reports under cover Form 20-F or Form 40-F.

Yes No

Indicate by check mark whether the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(1):

Yes No

Indicate by check mark whether the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(7):

Yes No

Indicate by check mark whether the registrant by furnishing the information contained in this Form is also thereby furnishing the information to the Commission pursuant to Rule 12g3-2(b) under the Securities Exchange Act of 1934.

Yes No

If "Yes" is marked, indicate below the file number assigned to the registrant in connection with Rule 12g3-2(b):82 **N/A**

EXHIBIT LIST

Exhibit Description

99.1 Icon plc Press Release dated November 16, 2012

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.

ICON plc

Date: November 16, 2012

/s/ Brendan Brennan
Brendan Brennan
Chief Financial Officer

ICON Announces Publication of EGM Circular in Respect of Proposed Conversion to Direct Listing of its Shares on NASDAQ

DUBLIN--(BUSINESS WIRE)--November 16, 2012--**ICON plc, (NASDAQ: ICLR) (ISIN:IE0005711209)**, a global provider of outsourced development services to the pharmaceutical, biotechnology and medical device industries, today announced the publication and filing of a circular to shareholders convening an extraordinary general meeting to be held at 3.00 p.m. on December 17, 2012 at ICON plc Headquarters, South County Business Park, Leopardstown, Dublin 18, Ireland at which resolutions in connection with the proposed replacement of ICON's NASDAQ listing for ADSs with a direct NASDAQ listing for ICON Shares will be considered and voted on.

The expected timetable in respect of the proposals is as follows:

Latest time and date for receipt of Forms of Proxy for Ordinary Shareholders for Extraordinary General Meeting	13 December 2012 (6 p.m. GMT)
Extraordinary General Meeting	17 December 2012 (3 p.m. GMT)
Expected last day of dealings in Shares on Irish Stock Exchange	29 January 2013
Expected date of Irish Stock Exchange Delisting with effect from 6.30 a.m. (GMT)	30 January 2013
Expected date of commencement of direct trading of Shares on NASDAQ	4 February 2013

A copy of the Circular is available in the investor relations section of ICON's website at <http://investor.iconplc.com/proxy.cfm>.

A copy of the Circular is also being submitted to the Irish Stock Exchange, and will shortly be available for inspection at:

Company Announcements Office,
Irish Stock Exchange,
28 Anglesea Street,
Dublin 2,
Ireland.

Defined terms used in this announcement have the same meaning as in the Circular unless otherwise stated.

The information contained in this release is as of November 16th 2012. ICON assumes no obligation to update forward-looking statements contained in this release. A description of risks and uncertainties relating to ICON and its business can be found in ICON's Annual Report and Form 20-F for the fiscal year ended December 31, 2011 and in its Reports of Foreign Issuer on Form 6-K filed with the US Securities and Exchange Commission.

ICON plc is a global provider of outsourced development services to the pharmaceutical, biotechnology and medical device industries. The company specialises in the strategic development, management and analysis of programs that support clinical development - from compound selection to Phase I-IV clinical studies. With headquarters in Dublin, Ireland, ICON currently, operates from 82 locations in 40 countries and has approximately 9,430 employees. Further information is available at <http://www.iconplc.com>.

Source: ICON plc

ICON/ICLR-F

CONTACT:

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or

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All at ICON.