

EON LABS INC
Form 4
July 27, 2005

FORM 4

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

OMB APPROVAL

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
BHATTACHARYYA DR PRANAB

(Last) (First) (Middle)
1999 MARCUS AVENUE
(Street)

LAKE SUCCESS, NY 11042

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
EON LABS INC [ELAB]

3. Date of Earliest Transaction (Month/Day/Year)
07/26/2005

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)
VP, Quality Mgmt & Anlytc Ser.

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount or Price		
Common Stock	07/26/2005		M		21,600 A \$ 1.05 0	D	
Common Stock	07/26/2005		M		30,000 A \$ 17.505 0	D	
Common Stock	07/26/2005		M		30,000 A \$ 9.125 0	D	
Common Stock	07/26/2005		M		20,000 A \$ 29.32 0	D	
Common Stock	07/26/2005		M		20,000 A \$ 28.75 0	D	

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Common Stock 07/26/2005 S 121,600 D \$ 31 0 D

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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(9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Amount or Number of Shares
Stock Options (right to buy)	\$ 1.05	07/26/2005		M	21,600	<u>(1)</u> 09/30/2009	Common Stock	21,600
Stock Options (right to buy)	\$ 17.505	07/26/2005		M	30,000	<u>(1)</u> 09/08/2013	Common Stock	30,000
Stock Options (right to buy)	\$ 9.125	07/26/2005		M	30,000	<u>(1)</u> 07/03/2012	Common Stock	30,000
Stock Options (right to buy)	\$ 29.32	07/26/2005		M	20,000	<u>(1)</u> 02/24/2014	Common Stock	20,000
Stock Options (right to buy)	\$ 28.75	07/26/2005		M	20,000	<u>(1)</u> 02/16/2015	Common Stock	20,000

Reporting Owners

Reporting Owner Name / Address

Relationships

Reporting Owners

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Director 10% Owner Officer

Other

BHATTACHARYYA DR PRANAB
1999 MARCUS AVENUE
LAKE SUCCESS, NY 11042

VP, Quality Mgmt & Anlytc Ser.

Signatures

/s/ William F. Holt,
Attorney-in-Fact

07/27/2005

**Signature of Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

(1) Options become exercisable on effective date of the merger of Zodnas Acquisition Corp. with and into Eon Labs, Inc.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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