EON LABS INC
Form 4
July 27, 2005

FORM 4

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

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. *See* Instruction 1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person *
KUMAR RATHNAM

(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
__X__ Officer (give title below) _____ Other (specify below)
Vice President, Marketing

6. Individual or Joint/Group Filing(Check Applicable Line)
_X_ 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	(A) or (D)	Price			
Common Stock	07/26/2005		M		18,000	A	$ 1.05	0	D	
Common Stock	07/26/2005		M		20,000	A	$ 29.32	0	D	
Common Stock	07/26/2005		M		50,000	A	$ 17.505	0	D	
Common Stock	07/26/2005		M		14,400	A	$ 9.125	0	D	
Common Stock	07/26/2005		M		21,600	A	$ 10.335	0	D	

Common Stock	07/26/2005		M	20,000	A	$ 28.75	0	D
Common Stock	07/26/2005		S	144,000	D	$ 31	0	D

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

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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 D S (I
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Stock Option (right to buy)	$ 1.05	07/26/2005		M			18,000	(1)	10/20/2010	Common Stock	18,000	
Stock Option (right to buy)	$ 29.32	07/26/2005		M			20,000	(1)	02/24/2014	Common Stock	20,000	
Stock Option (right to buy)	$ 17.505	07/26/2005		M			50,000	(1)	09/08/2013	Common Stock	50,000	
Stock Option (right to buy)	$ 9.125	07/26/2005		M			14,400	(1)	07/03/2012	Common Stock	14,400	
Stock Option (right to buy)	$ 10.335	07/26/2005		M			21,600	(1)	10/25/2012	Common Stock	21,600	
Stock Option	$ 28.75	07/26/2005		M			20,000	(1)	02/16/2015	Common Stock	20,000	

(right to buy)

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
KUMAR RATHNAM 1999 MARCUS AVENUE LAKE SUCCESS, NY 11042			Vice President, Marketing	

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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