

ZONAGEN INC  
Form 8-K  
July 29, 2005

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**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549  
FORM 8-K  
Current Report Filed Pursuant to Section 13 or 15(d) of  
The Securities Exchange Act of 1934  
Date of Report  
(Date of earliest event reported): July 29, 2005  
Zonagen, Inc.  
(Exact name of registrant as specified in its charter)**

**Delaware  
(State or other  
jurisdiction of  
incorporation or  
organization)**

**001-15281  
(Commission File Number)**

**76-0233274  
(I.R.S. Employer Identification  
No.)**

**2408 Timberloch Place, Suite B-1  
The Woodlands, Texas 77380  
(Address of principal  
executive offices  
and zip code)  
(281) 719-3400  
(Registrant's telephone  
number, including area  
code)**

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))
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Press Release dated July 29, 2005

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**Item 7.01 Regulation FD Disclosure**

In a press release dated July 29, 2005, Zonagen, Inc. (the Company) reported financial results for the three-month and six-month periods ended June 30, 2005 and provided an update on its clinical development efforts for Proellex (formerly called Progenta) and Androxal, and the patent proceeding related to its Androxal product candidate. A copy of the Company's press release is attached hereto as Exhibit 99.1. The press release is incorporated by reference herein and the foregoing description of the press release is qualified in its entirety by reference to the attached exhibit.

The information in this report, including each of the Exhibits, is being furnished and shall not be deemed to be filed for purposes of Section 18 of the Securities Exchange Act of 1934, as amended, or otherwise subject to the liabilities of that Section. In addition, the information in this report, including the Exhibit, shall not be incorporated by reference into the filings of the Company under the Securities Act of 1933, as amended, or the Securities Exchange Act of 1934, as amended, except as shall be expressly set forth by specific reference in such filing.

**Item 9.01. Financial Statements and Exhibits**

c. Exhibits

| Exhibit<br>Number | Description  |
|-------------------|--|
| 99.1              | Press Release dated July 29, 2005 regarding the Company's financial results. |

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**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.

**Zonagen, Inc.**

Date: July 29, 2005.

By: /s/ Louis Ploth, Jr.  
Louis Ploth, Jr. Vice President, Business  
Development, Chief Financial Officer  
and Secretary

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