

ZONAGEN INC
Form 8-K
May 09, 2005

**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): May 9, 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)**

Item 7.01 Regulation FD Disclosure

In a press release dated May 9, 2005, Zonagen, Inc. (the Company) provided an overview of the status of its Progenta and Androxal clinical programs, reported first quarter financial results for the three-month period ended March 31, 2005, and announced its 2005 Annual Meeting of Stockholders to be held in New York City on June 21, 2005. 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 Number | Description |
|-------------------|--|
| 99.1 | Press Release dated May 9, 2005 regarding the Company's financial results. |

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: May 9, 2005.

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

EXHIBIT INDEX

| Exhibit Number | Description |
|-------------------|--|
| 99.1 | Release dated May 9, 2005 regarding the Company's financial results. |