EON LABS INC Form 4 July 25, 2005

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB

OMB APPROVAL

Number:

3235-0287 January 31,

Expires:

2005 Estimated average

0.5

5. Relationship of Reporting Person(s) to

Issuer

burden hours per response...

if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction

Check this box

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

2. Issuer Name and Ticker or Trading

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person *

STRUNGMANN THOMAS DR

SIKUNGN	Symbol EON LABS INC [ELAB]					(Check all applicable)				
(Last) (First) (Middle) INDUSTRIESTRASSE 25, 83607 HOLZKIREHEN, GERMANY			3. Date of Earliest Transaction (Month/Day/Year) 06/07/2005					X Director 10% Owner Officer (give title Other (specify below)		
	, e					6. Individual or Joint/Group Filing(Check				
BERLIN, 2	Filed(Month/Day/Year)					Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person				
(City)	(State)	(Zip)	Tab	ole I - Non-	Derivative Secu	ırities	Acquii	ed, Disposed of,	or Beneficial	ly Owned
1.Title of Security (Instr. 3)	2. Transaction Da (Month/Day/Year	Execution any		3. Transactic Code (Instr. 8)	4. Securities A poor Disposed of (Instr. 3, 4 and	(D)	d (A)	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)
Common Stock	06/07/2005			<u>J(1)</u>	137,122	D	\$ 0 (1)	0	I	See footnote (1)
Common Stock	07/21/2005			S	60,000,000	D	\$ 0 (2)	0	I	See footnote

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	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exerc	cisable and	7. Title	e and	8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	orNumber	Expiration D	ate	Amou	nt of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Underl	lying	Security	Secui
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Securit	ties	(Instr. 5)	Bene
	Derivative				Securities			(Instr.	3 and 4)		Own
	Security				Acquired						Follo
	·				(A) or						Repo
					Disposed						Trans
					of (D)						(Instr
					(Instr. 3,						
					4, and 5)						
									A		
									Amount		
						Date Exercisable	Expiration Date	or Title Num			
				C 1 W	(A) (D)				of		
				Code V	(A) (D)				Shares		

Reporting Owners

Relationships Reporting Owner Name / Address

> 10% Owner Officer Other Director

STRUNGMANN THOMAS DR **INDUSTRIESTRASSE 25** 83607 HOLZKIREHEN, GERMANY BERLIN, 2M 00000

X

Signatures

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

07/25/2005

**Signature of Reporting Person

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).
- The reporting person disclaims beneficial ownership of these securities, which were directly owned by Hexal AG ("Hexal"). The reporting person was an indirect significant stockholder, an executive officer and a director of Hexal. This report shall not be deemed an admission that the reporting person was the beneficial owner of such securities for purposes of Section 16 or for any other purpose. The shares were acquired by the purchaser through the acquisition of Hexal and no separate purchase price was assigned to the shares.
 - The reporting person disclaims beneficial ownership of these securities, all of which were directly owned by Santo Holding (Deutschland) GmbH ("Santo"). The reporting person is an indirect significant stockholder and an executive officer of Santo. This report shall not be deemed an admission that the reporting person is the beneficial owner of such securities for purposes of Section 16 or for any other
- (2) purpose. The purchase price was paid to Santo in euros and equaled 1.3 billion, plus interest from the beginning of year to the closing of the purchase. Based on the dollar-to-euro exchange rate and the interest rate provided for in the agreement, both as of the close of business on February 18, 2005 (the last business day prior to the date on which the agreement was signed), including accrued interest through the date on which the agreement was signed, the purchase price represented approximately \$28.45 per share as of such date.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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