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ZONAGEN INC  
Form 8-K  
April 01, 2004

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): MARCH 30, 2004

ZONAGEN, INC.  
(EXACT NAME OF REGISTRANT AS SPECIFIED IN ITS CHARTER)

DELAWARE  
(STATE OR OTHER JURISDICTION OF  
INCORPORATION OR ORGANIZATION)

0-21198  
(COMMISSION FILE NUMBER)

76-0233274  
(I.R.S. EMPLOYER IDENTIFICATION NUMBER)

2408 TIMBERLOCH PLACE, SUITE B-10  
THE WOODLANDS, TEXAS 77380  
(ADDRESS OF PRINCIPAL  
EXECUTIVE OFFICES  
AND ZIP CODE)

(281) 719-3400  
(REGISTRANT'S TELEPHONE NUMBER,  
INCLUDING AREA CODE)

ITEM 7. FINANCIAL STATEMENTS AND EXHIBITS

c. Exhibits

Exhibit Number -----	Description -----
99.1	Press Release dated March 30, 2004.

ITEM 12. RESULTS OF OPERATIONS AND FINANCIAL CONDITION

On March 30, 2004, Zonagen, Inc. (the "Company") announced in a press release its financial results for the three months and year ended December 31, 2003. 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

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the attached exhibit.

The information in this report, including the Exhibit, 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.

### 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: April 1, 2004.

By: /s/ Louis Ploth, Jr.

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Louis Ploth, Jr.  
Vice President, Business Development and  
Chief Financial Officer

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