

ALTEON INC /DE  
Form 8-K  
June 27, 2005

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

**FORM 8-K**

**CURRENT REPORT  
Pursuant to Section 13 or 15(d)  
of the Securities Exchange Act of 1934**

**Date of Report (Date of earliest event reported): June 27, 2005**

**ALTEON INC.**

**(Exact name of registrant as specified in its charter)**

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

**001-16043  
(Commission File Number)**

**13-3304550  
(IRS Employer  
Identification No.)**

**6 Campus Drive  
Parsippany, New Jersey 07054  
(Address of principal executive offices and zip code)**

**Registrant's telephone number, including area code: (201) 934-5000**

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 June 27, 2005.

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**ITEM 8.01 OTHER EVENTS.**

On June 27, 2005, Alteon Inc. (the Registrant ) issued a press release announcing that it has granted a non-exclusive worldwide license to Avon Products, Inc. for the use of 2-amino-4,5-dimethylthiazole HBr to improve skin wrinkles and elasticity. The compound is to be used in a formulation of the anti-aging skin care product branded as Anew Alternative Intensive Age Treatment. The press release is attached hereto as Exhibit 99.1 and incorporated herein by reference.

**ITEM 9.01 FINANCIAL STATEMENTS AND EXHIBITS**

(c) Exhibit.

99.1 Press Release dated June 27, 2005.

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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.

**ALTEON INC.**

Dated: June 27, 2005

/s/ Kenneth I. Moch  
Kenneth I. Moch  
President and Chief Executive Officer

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**EXHIBIT INDEX**

| Exhibit Number | Description                        |
|----------------|------------------------------------|
| 99.1           | Press Release dated June 27, 2005. |