FORM 4

__Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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 Filed By Romeo and Dye's Section 16 Filer www.section16.net

1. Name and Addr Hawran, Paul W.	ess of Repo	rting Person*			r Name and Ticker or ' rine Biosciences, Inc.,	0	Symbol	6. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner					
(Last)		Middle)	of R	lepo	Identification Numbe rting Person, ity (voluntary)	Mo	tatement for nth/Day/Year 19/03	Lifector10% Owner X Officer (give title below)Other (specify below) Executive Vice President and CFO					
San Diego, CA 92	(Street) 121					Dat	Amendment, e of Original onth/Day/Year)	7. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting Person					
(City)	(State)	(Zip)			Table I — N	lon-Deri	vative Securitie	s Acquired, Disposed of, or E	Beneficially O [,]	wned			
1. Title of Security (Instr. 3)	action Date	2A. Deemed Execution Date, if any	action C (Instr. 8)	Code (Instr. 3, 4 & 5)				5. Amount of Securities Beneficially Owned Follow-	6. Owner- ship Form: Direct (D)	7. Nature of Indirect Beneficial Ownership (Instr. 4)			
	Year)	(Month/Day/ Year)	Code	V	Amount	(A) or (D)		ing Reported Transactions(s) (Instr. 3 & 4)	or Indirect (I) (Instr. 4)				
Common Stock	03/19/03		A		41,500	Α	4.25	41,500	I	<u>(3)</u>			
Common Stock	03/19/03		A		20,000	A	8.25	20,000	I	<u>(3)</u>			
Common Stock	03/19/03		A		22,963	Α	7.375	22,963	I	<u>(3)</u>			
Common Stock	03/19/03		A	T	46,874	А	7.375	46,874	I	<u>(3)</u>			
Common Stock	03/19/03		A		22,437	А	7.75	22,437	' I	<u>(3)</u>			
Common Stock	03/19/03		A	\square	17,185	Α	5.375	17,185	I	<u>.(3)</u>			

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

* If the form is filed by more than one reporting person, see Instruction 4(b)(v).

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FORM 4 (continued)

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
 (e.g., puts, calls, warrants, options, convertible securities)

			1	-	-					1			1	1	
1. Title of	2. Conver-	3. Trans-	3A.	4.		5. Number	r of Derivative	6. Date		7. Title an	d Amount	8. Price of	9. Number of		11. Nature
Derivative	sion or	action	Deemed	Trans-		Securities	Acquired (A) or	Exercisal	ble	of Underly	ying	Derivative	Derivative	Owner-	of Indirect
Security	Exercise	Date	Execution	action		Disposed	of (D)	and Expi	ration	Securities		Security	Securities	ship	Beneficial
	Price of		Date,	Code				Date		(Instr. 3 &	c 4)	(Instr. 5)	Beneficially	Form	Ownership
(Instr. 3)	Derivative	(Month/	if any			(Instr. 3, 4	& 5)	(Month/Day	y/				Owned	of	(Instr. 4)
	Security	Day/ Year)	(Month/	(Instr. 8	8)			Year)					Following	Deriv-	
		, ,	Day/ Year)										Reported	ative	
													Transaction(s)	Security:	
				Code	V	(A)	(D)		Expira-	Title	Amount			Direct	
									tion	1	or			(D)	
								cisable	Date		Number			or	
										1	of			Indirect	
											Shares			(I)	
														(Instr. 4)	
Non-	4.25	03/19/03		M ⁽¹⁾	T		41,500	05/28/95	04/28/05	Common	41,500			I	(4)
statutory										Stock					
Stock															
Option															
Non-	8.25	03/19/03		M ⁽¹⁾	T		20,000	08/09/96	07/09/06	Common	20,000			I	<u>(4)</u>
statutory										Stock					
Stock															
Option															
Non-	7.375	03/19/03		M ⁽¹⁾			22,963	05/29/97	04/29/07	Common	22,963			I	<u>(4)</u>
statutory							,			Stock					
Stock															
Option															

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Non- statutory Stock Option	7.375	03/19/03	M ⁽¹).		46,874	05/29/97	Common Stock	46,874			I	<u>(4)</u>
Non- statutory Stock Option	7.75	03/19/03	M ⁽¹).		22,437	05/16/97	Common Stock	22,437			I	<u>(4)</u>
Non- statutory Stock Option	5.375	03/19/03	M ⁽¹).		17,185	04/02/99	Common Stock	17,185			I	<u>(4)</u>
Forward Sale (Put Option)	45.46	03/21/03	J/K ⁽	<u>2)</u>	<u>(2)</u>		03/21/03	Common Stock	40,000	<u>(2)</u>	<u>(2)</u>	I	<u>.(4)</u>

Explanation of Responses:

(1) Exercise of derivative security exempted pursuant to Rule 16b-3.

(2) On March 21, 2003, the Reporting Person entered into a prepaid forward purchase agreement pursuant to which, (i) the reporting person delivered to the broker, the shares listed in item 7 as collateral for the Reporting Person's obligations, (ii) the broker delivered to the Reporting Person, an agreed percentage of the market value of the shares listed in item 7 as collateral for broker's obligations, and (iii) the Reporting Person is obligated to deliver to the broker payment in stock or cash pursuant to the following formula: At Maturity (two years from date of transaction) (Payment in Stock or Cash, if available): (1) If NBIX price is < downside protection price: Reporting Person pays Salomon Smith Barney Number of Shares x NBIX price; (2) if NBIX price is between downside protection price and capped upside protection price: Reporting Person pays Salomon Smith Barney Number of Shares x downside protection price; (3) if NBIX price is > capped upside protection price: Reporting Person pays Salomon Smith Barney Number of Shares x downside protection price; (3) if NBIX price is > capped upside protection price: Reporting Person pays Salomon Smith Barney Number of Shares x the agreed downside protection price divided by the capped upside protection price, and (iv) Reporting Person has an agreed participation above the capped upside protection price.

(3) Holdings of 03/19/03 exercise of underlying derivative security reported in Table II held in PNH Limited Liability Company

(<u>4</u>) Shares held by PNH Limited Liability Company.

By: /s/ Margaret E. Valeur-Jensen

03/21/03 Date

**Signature of Reporting Person

**Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, See Instruction 6 for procedure.

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