

HALSEY DRUG CO INC/NEW

Form 4

October 03, 2002

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

FORM 4

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(1) of the Investment Company Act of 1940**

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

<p>1. Name and Address of Reporting Person*</p> <p>Reicher Michael K.</p> <hr/> <p><i>(Last) (First) (Middle)</i></p> <p>C/o Halsey Drug Co., Inc. 695 N. Perryville Rd. Bldg. 2</p> <hr/> <p><i>(Street)</i></p>	<p>2. Issuer Name and Ticker or Trading Symbol</p> <p>Halsey Drug Co., Inc. Symbol: HDGC</p> <hr/>	<p>3. I.R.S. Identification Number of Reporting Person, if an entity (Voluntary)</p> <hr/>
<p>4. Statement for Month/Day/Year</p> <p>10/02</p> <hr/>	<p>5. If Amendment, Date of Original (Month/Day/Year)</p> <hr/>	
<p>Rockford, Illinois 61107</p> <hr/> <p><i>(City) (State) (Zip)</i></p>	<p>6. Relationship of Reporting Person(s) to Issuer (Check All Applicable)</p> <p><input checked="" type="checkbox"/> Director <input type="checkbox"/> 10% Owner</p> <p><input checked="" type="checkbox"/> Officer <i>(give title below)</i></p> <p><input type="checkbox"/> Other <i>(specify below)</i> Chairman & Chief Executive Officer</p> <hr/>	<p>7. Individual or Joint/Group Filing (Check Applicable Line)</p> <p><input type="checkbox"/> Form Filed by One Reporting Person</p> <p><input type="checkbox"/> Form Filed by More than One Reporting Person</p>

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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).

Table I Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security <i>(Instr. 3)</i>	2. Transaction Date <i>(Month/Day/Year)</i>	2A. Deemed Execution Date, if any <i>(Month/Day/Year)</i>	3. Transaction Code <i>(Instr. 8)</i>	4. Securities Acquired (A) or Disposed of (D) <i>(Instr. 3, 4 and 5)</i>	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) <i>(Instr. 3 and 4)</i>	6. Ownership Form: Direct (D) or Indirect (I) <i>(Instr. 4)</i>	7. Nature of Indirect Beneficial Ownership <i>(Instr. 4)</i>
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Code V	Amount	(A) or (D)	Price
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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 Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D)
				Code V	(A) (D)
5% Convertible Senior Secured Debentures	\$1.34(8)	3/10/98		A	(1)
Warrants	\$1.34(8)	3/10/98		A	(1)
Warrants	\$2.279	3/10/98		A	(1)
5% Convertible Senior Secured Debentures	\$1.34(8)	6/12/98		A	(2)
Warrants	\$1.34(8)	6/12/98		A	(2)
Warrants	\$2.279	6/12/98		A	(2)
Non-qualified Stock Options	\$2.375	2/19/98		A	
5% Convertible Senior Secured Debentures	\$1.1312	4/1/99		A	(4)
Non-qualified Stock Options	\$1.125	4/12/99		A	(5)
5% Convertible Senior Secured Debentures	\$2.4250	7/1/99		A	(4)
5% Convertible Senior Secured Debentures	\$2.3063	10/1/99		A	(4)
Non-qualified Stock Options	\$1.875	2/17/00		A	(5)
5% Convertible Senior Secured Debentures	\$1.722	4/1/00		A	(4)
5% Convertible Senior Secured Debentures	\$1.34(8)	3/10/98		A	(6)
Warrants	\$1.34(8)	3/10/98		A	(6)

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Warrants	\$2.279	3/10/98	A	(6)
5% Convertible Senior Secured Debentures	\$1.34(8)	6/12/98	A	(6)
Warrants	\$1.34(8)	6/12/98	A	(6)
Warrants	\$2.279	6/12/98	A	(6)
Non-qualified Stock Options	\$1.1125	6/29/00	A	(5)
5% Convertible Senior Secured Debentures	\$1.1125	7/1/00	A	(4)
5% Convertible Senior Secured Debentures	\$1.34(8)	6/12/98	A	(7)
5% Convertible Senior Secured Debentures	\$1.34(8)	6/12/98	A	(7)
5% Convertible Senior Secured Debentures	\$1.34(8)	6/12/98	A	(7)
5% Convertible Senior Secured Debentures	\$.9071	10/1/00	A	(4)
5% Convertible Senior Secured Debentures	\$1.34(8)	6/12/98	A	(7)
5% Convertible Senior Secured Debentures	\$1.34(8)	6/12/98	A	(7)
5% Convertible Senior Secured Debentures	\$1.34(8)	6/12/98	A	(7)
5% Convertible Senior Secured Debentures	\$.6258	01/01/01	A	(4)
5% Convertible Senior Secured Debentures	\$1.03	04//01/01	A	(4)
5% Convertible Senior Secured Debentures	\$2.22	07//01/01	A	(4)
5% Convertible Senior Secured	\$2.22	10//01/01	A	(4)

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

6. Date Exercisable and Expiration Date <i>(Month/Day/Year)</i>	7. Title and Amount of Underlying Securities <i>(Instr. 3 and 4)</i>	8. Price of Derivative Security <i>(Instr. 5)</i>	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) <i>(Instr. 4)</i>	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) <i>(Instr. 4)</i>	11. Nature of Indirect Beneficial Ownership <i>(Instr. 4)</i>
Date Exercisable	Expiration Date	Title	Amount or Number of Shares		
3/10/98	3/15/03	Common Stock	223,880(8)	D	
3/10/98	3/15/05	Common Stock	33,921(8)	D	
3/10/98	3/15/05	Common Stock	31,579	D	
6/12/98	3/15/03	Common Stock	53,816(8)	D	
6/12/98	3/15/05	Common Stock	8,153(8)	D	
6/12/98	3/15/05	Common Stock	7,590	D	
(3)	2/19/08	Common Stock	1,000,000	D	
4/1/99	3/15/03	Common Stock	3,560(8)	D	
4/12/00	4/12/09	Common Stock	100,000	D	
7/1/99	3/15/03	Common Stock	1,681(8)	D	
10/1/99	3/15/03	Common Stock	1,789	D	
2/17/01	2/17/10	Common Stock	125,000	D	
4/1/00	3/15/03	Common Stock	1,440	D	
3/10/98	3/15/03	Common Stock	(111,939)(8)	D	

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3/10/98	3/15/05	Common Stock	(16,960)(8)	D
3/10/98	3/15/05	Common Stock	(15,789)	D
6/12/98	3/15/03	Common Stock	(26,907)(8)	D
6/12/98	3/15/05	Common Stock	(4,076)(8)	D
6/12/98	3/15/05	Common Stock	(3,795)	D
6/29/01	6/29/10	Common Stock	200,000	D
7/01/00	3/15/03	Common Stock	2,087	D
6/12/98	3/15/03	Common Stock	(3,731)(8)	D
6/12/98	3/15/03	Common Stock	(3,731)(8)	D
6/12/98	3/15/03	Common Stock	(3,731)(8)	D
10/01/00	3/15/03	Common Stock	2,592	D
6/12/98	3/15/03	Common Stock	(3,731)(8)	D
6/12/98	3/15/03	Common Stock	(3,731)(8)	D
6/12/98	3/15/03	Common Stock	(3,731)(8)	D
01/01/01	3/15/03	Common Stock	3,503	D
04/01/01	3/15/03	Common Stock	2,156	D
07/01/01	3/15/03	Common Stock	1,013	D
10/01/01	3/15/03	Common Stock	1,026	D
01/01/02	3/15/03	Common Stock	1,239	D
04/01/02	3/15/03	Common Stock	1,155	D

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07/01/02	3/15/03	Common Stock	1,373		D
10/01/02	3/15/03	Common Stock	1,364	1,618,065	D

Explanation of Responses:

- (1) Purchased in connection with a private offering on March 10, 1998 consisting of a Convertible Debenture convertible at any time and Stock Purchase Warrants (33,921 shares of which are presently exercisable at \$1.34 per share and 31,579 shares of which are presently exercisable at \$2.279 per share).
- (2) Acquired pursuant to an option exercise in June 1998, consisting of: (i) a Convertible Debenture, convertible at any time, (ii) Warrants to purchase share of common stock (8,153 shares of which are presently exercisable at \$1.34 per share and 7,590 shares of which are presently exercisable at \$2.279 per share)
- (3) Options vest quarterly, with 62,500 options vesting every quarter effective May 1, 1998.
- (4) Certain quarterly interest payments are paid in the form of convertible debentures.
- (5) Options vest 25% annually.
- (6) Transferred without consideration of as part of a settlement agreement contained within a QDRO.
- (7) Transferred as gift without consideration.
- (8) Adjusted to reflect results of an anti-dilution calculation contained in the instrument.

/s/ Michael K. Reicher

October 2, 2002

 **Signature of Reporting
 Person

 Date

** 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.