

HALSEY DRUG CO INC/NEW

Form 4

January 06, 2003

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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(h) 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>1/03</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></p> <p>Chairman & Chief Executive Officer</p>	<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>

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>	(A) or (D)	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>
			Code V	Amount	Price			
Common Stock (\$.01 par value)	12/20/02		J(9) V	26,240	A	\$1.01		D
Common Stock (\$.01 par value)	12/20/02		J(9) V	22,359	A	\$1.01		D
Common Stock (\$.01 par value)	12/20/02		J(9) V	8,303	A	\$1.01		D
Common Stock (\$.01 par value)	12/20/02		J(9) V	7,074	A	\$1.01	72,713	D

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	\$.58(8)	3/10/98		A	(1)
5% Convertible Senior Secured Debentures	\$.58(8)	6/12/98		A	(2)
Non-qualified Stock Options	\$2.375	2/19/98		A	
5% Convertible Senior Secured Debentures	\$.47(8)	4/1/99		A	(4)
Non-qualified Stock Options	\$1.125	4/12/99		A	(5)
5% Convertible Senior Secured Debentures	\$1.06(8)	7/1/99		A	(4)
5% Convertible Senior Secured Debentures	\$1.01(8)	10/1/99		A	(4)
Non-qualified Stock Options	\$1.875	2/17/00		A	(5)
5% Convertible Senior Secured Debentures	\$.75(8)	4/1/00		A	(4)
5% Convertible Senior Secured Debentures	\$.58(8)	3/10/98		A	(6)
5% Convertible Senior Secured Debentures	\$.58(8)	6/12/98		A	(6)
Non-qualified Stock Options	\$1.1125	6/29/00		A	(5)
5% Convertible Senior Secured Debentures	\$.49(8)	7/1/00		A	(4)

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5% Convertible Senior Secured Debentures	\$.58(8)	6/12/98	A	(7)
5% Convertible Senior Secured Debentures	\$.58(8)	6/12/98	A	(7)
5% Convertible Senior Secured Debentures	\$.58(8)	6/12/98	A	(7)
5% Convertible Senior Secured Debentures	\$.40(8)	10/1/00	A	(4)
5% Convertible Senior Secured Debentures	\$.58(8)	6/12/98	A	(7)
5% Convertible Senior Secured Debentures	\$.58(8)	6/12/98	A	(7)
5% Convertible Senior Secured Debentures	\$.58(8)	6/12/98	A	(7)
5% Convertible Senior Secured Debentures	\$.27(8)	01/01/01	A	(4)
5% Convertible Senior Secured Debentures	\$.45(8)	04//01/01	A	(4)
5% Convertible Senior Secured Debentures	\$.97(8)	07//01/01	A	(4)
5% Convertible Senior Secured Debentures	\$.97(8)	10//01/01	A	(4)
5% Convertible Senior Secured Debentures	\$.81(8)	01/01/02	A	(4)
5% Convertible Senior Secured Debentures	\$.88(8)	04/01/02	A	(4)
5% Convertible Senior Secured Debentures	\$.75(8)	07/01/02	A	(4)
5% Convertible Senior Secured Debentures	\$.76(8)	10/01/02	A	(4)

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5% Convertible Senior Secured Debentures	\$1.02	1/01/03	A	(4)
Warrants	\$.57	12/20/02	D J(9)	V
Warrants	\$.92	12/20/02	D J(9)	V
Warrants	\$.57	12/20/02	D J(9)	V
Warrants	\$.92	12/20/02	D J(9)	V

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	3/31/06	Common Stock	517,243(8)	D	
6/12/98	3/31/06	Common Stock	124,337(8)	D	
(3)	2/19/08	Common Stock	1,000,000	D	
4/1/99	3/31/06	Common Stock	8,566(8)	D	
4/12/00	4/12/09	Common Stock	100,000	D	
7/1/99	3/31/06	Common Stock	3,846(8)	D	
10/1/99	3/31/06	Common Stock	4,086(8)	D	
2/17/01	2/17/10	Common Stock	125,000	D	
4/1/00	3/31/06	Common Stock	3,307(8)	D	
3/10/98	3/31/06	Common Stock	(215,517)(8)	D	
6/12/98	3/31/06	Common Stock	(105,271)(8)	D	
6/29/01	6/29/10	Common Stock	200,000	D	
7/01/00	3/31/06	Common Stock	4,737(8)	D	
6/12/98	3/31/06	Common Stock	(8,621)(8)	D	

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6/12/98	3/31/06	Common Stock	(8,621)(8)		D
6/12/98	3/31/06	Common Stock	(8,621)(8)		D
10/01/00	3/31/06	Common Stock	5,877(8)		D
6/12/98	3/31/06	Common Stock	(8,621)(8)		D
6/12/98	3/31/06	Common Stock	(8,621)(8)		D
6/12/98	3/31/06	Common Stock	(8,621)(8)		D
01/01/01	3/31/06	Common Stock	8,118(8)		D
04/01/01	3/31/06	Common Stock	4,933(8)		D
07/01/01	3/31/06	Common Stock	2,316(8)		D
10/01/01	3/31/06	Common Stock	2,347(8)		D
01/01/02	3/31/06	Common Stock	2,845(8)		D
04/01/02	3/31/06	Common Stock	2,651(8)		D
07/01/02	3/31/06	Common Stock	3,149(8)		D
10/01/02	3/31/06	Common Stock	3,148(8)		D
1/01/03	3/31/06	Common Stock	2,375	1,756,367	D
3/10/98	3/15/05	Common Stock	37,861	0	D
3/10/98	3/15/05	Common Stock	37,019	0	D
6/12/98	3/15/05	Common Stock	11,981	0	D
6/12/98	3/15/05	Common Stock	11,713	0	D

Explanation of Responses:

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- (1) Purchased in connection with a private offering on March 10, 1998 consisting of a Convertible Debenture convertible at any time.
- (2) Acquired pursuant to an option exercise in June 1998, consisting of a Convertible Debenture, convertible at any time.
- (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.
- (9) Pursuant to a recapitalization exempt under Rule 16b-7, the warrants were exchanged for shares of common stock

/s/ Michael K. Reicher

January 6, 2003

**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.

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