FORM 4

## **UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

Check this box if no longer subject to
Section 16. Form 4 or Form 5
obligations may continue. See
noturation 1/h)

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

**OMB APPROVAL** 3235-0287 OMB Number: Estimated average burden 0.5 hours per response:

10% Owner

below)

6. Ownership Form: Direct (D) or Indirect

I

Ι

10. Ownership Form:

Direct (D) or Indirect

(I) (Instr. 4)

(I) (Instr. 4)

Other (specify

7. Nature of

Indirect Beneficial

Ownership (Instr. 4)

Fund(1)(2)

Fund(2)(3)

11. Nature of Indirect

Beneficial

Ownership (Instr. 4)

By Fund<sup>(1)</sup>

By Fund<sup>(2)</sup>
(3)

By

5. Relationship of Reporting Person(s) to Issuer (Check all applicable)

6. Individual or Joint/Group Filing (Check Applicable Form filed by One Reporting Person Form filed by More than One Reporting

Director

below)

Person

5. Amount of

Securities Beneficially

Reported

8. Price of Derivative

Transaction(s)

(Instr. 3 and 4)

Owned Following

5,043,299

166,491

9. Number of derivative

Securities

(Instr. 4)

522,960

6,607

Beneficially Owned
Following
Reported
Transaction(s)

Officer (give title

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 30(h) of the Investment Company Act of 1940

						or Sec	ction 30(h)	of the	è Ín	vestme	nt Co	mpany Ac	t of 19	40			
ı		Reporting Person*	NERS II L	<u>.P</u>			r Name <b>a</b> CEPT						<u>C</u> [ c	OR	г]		ationship k all appli Direct
(Last) (First) (Middle) ONE EMBARCADERO CENTER SUITE 3700					3. Date of Earliest Transaction (Month/Day/Year) 03/25/2008											Office below	
(Street) SAN FRANCISCO CA 94111					4	4. If Amendment, Date of Original Filed (Month/Day/Year)								6. Indi Line)	Form Form Form Perso		
(City)	(5	State)	(Zip)														
		Ta	able I - No	n-De	erivat	ive S	ecuritie	es Ac	cq	uired,	Dis	posed	of, o	r Be	enefic	ially	Owned
1. Title of Security (Instr. 3)				2. Transac Date (Month/Da			2A. Deemed Execution Date, if any (Month/Day/Year)		3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 a					5. Amor Securit Benefic Owned	
										Code	v	Amount		(A) ( (D)	or Pr	ice	Reporte Transac (Instr. 3
Common	Stock			03/25/2008					P		1,045,921		A	\$	52.77	5,0	
Common	Common Stock				3/25/20	800	P				13,214		A	\$	52.77	16	
			Table II -				curities Ils, war										wned
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Da if any (Month/Day/	ite,	4. Transa Code ( 8)	action	5. Number Derivative Securities Acquired or Disport of (D) (In 3, 4 and	er of re es i (A) sed str.	6. Date Exercisa Expiration Date (Month/Day/Year		r) Secu		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivativ Security (Instr. 5)		
					Code	v	(A)	(D)	Da Ex	ite ercisab		xpiration ate	Title		Amour Numbe Shares	er of	
Warrant	\$2.77	03/25/2008			P		522,960		03	3/25/200	8 03	3/25/2015	Com	non	522,9	60(1)	\$0.125
Warrant	\$2.77	03/25/2008			P		6,607 03/25		3/25/2008 03/25/2015		Common		6,6	07	\$0.125		
1		Reporting Person*	NERS II L	<u>.P</u>													
(Last) ONE EN		(First) ERO CENTER	(Middl	e)													
(Street) SAN FRANCISCO CA 94111				1													
(City)		(State)	(Zip)														
ALTA		Reporting Person* RNIA MANA LLC	AGEMEN	<u>T</u>													
(Last) ONE EN		(First) ERO CENTER	(Middl	e)													
(Street) SAN FR	ANCISCO	CA	9411	1													
(City)		(State)	(Zip)														
1. Name a	nd Address of	Reporting Person*															

ALTA EMBARCADERO PARTNERS II LLC							
(Last) ONE EMBARCADI SUITE 3700	(First) ERO CENTER	(Middle)					
(Street) SAN FRANCISCO	CA	94111					
(City)	(State)	(Zip)					
1. Name and Address of DELEAGE JEA							
(Last) ONE EMBARCADI SUITE 3700	(First) ERO CENTER	(Middle)					
(Street) SAN FRANCISCO	CA	94111					
(City)	(State)	(Zip)					
1. Name and Address of CHAMPSI FAR							
(Last) ONE EMBARCADI SUITE 3700	(First) ERO CENTER	(Middle)					
(Street) SAN FRANCISCO	CA	94111					
(City)	(State)	(Zip)					
1. Name and Address of Reporting Person*  ALTA PARTNERS II INC							
(Last) ONE EMBARCADI SUITE 3700	(First) ERO CENTER	(Middle)					
(Street) SAN FRANCISCO	CA	94111					
(City)	(State)	(Zip)					

## **Explanation of Responses:**

## Remarks:

Alta BioPharma Partners II, L.P.	
By: Alta BioPharma	
Management II, LLC By: Alix	03/26/2008
Marduel, its Managing Director	
/s/Alix Marduel	
Alix Marduel, Managing	02/26/2000
<u>Director</u>	03/26/2008
Alix Marduel, Manager	03/26/2008
<u>Jean Deleage</u>	03/26/2008
Farah Champsi	03/26/2008
<u>Jean Deleage, its President</u>	03/26/2008
** Signature of Reporting Person	Date

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

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

<sup>1.</sup> These securities are held by Alta BioPharma Partners II, L.P. ("ABPII").

<sup>2.</sup> Alta Partners II, Inc. ("APII") provides investment advisory services to ABPII and Alta Embarcadero BioPharma Partners II, LLC ("AEBPII" and, along with ABPII, the "Funds"). Jean Deleage, Alix Marduel and Farah Champsi (collectively, the "Principals") are managing directors of Alta BioPharma Management II, LLC ("ABMII"), which is the general partner of ABPII, and the managers of AEBPII. Ms. Marduel is a director of the Issuer and files separate Section 16 reports. The Principals may be deemed to share voting and investment power over the shares held by the Funds. Each of the Reporting Persons disclaims beneficial ownership of all such shares held by the Funds, except to the extent of his, her or its proportionate pecuniary interest therein.

<sup>3.</sup> These securities are held by AEBPII.

 $<sup>^{\</sup>star}$  If the form is filed by more than one reporting person, see Instruction 4 (b)(v).

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