

PISCOPIO TONY
Form 4
January 10, 2003

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

FORM 4

OMB APPROVAL

o Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue.

**STATEMENT OF
CHANGES IN BENEFICIAL OWNERSHIP**

OMB Number: 3235-0287
Expires: January 31, 2005
Estimated average burden hours per response 0.5

See Instruction 1(b).

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

(Print or Type Responses)

1. Name and Address of Reporting Person*			2. Issuer Name and Ticker or Trading Symbol		6. Relationship of Reporting Person(s) to Issuer (Check all applicable)	
PISCOPIO	ANTHONY	D.	ARRAY BIOPHARMA INC./ARRY		<input type="checkbox"/> Director	<input type="checkbox"/> 10% Owner
(Last)	(First)	(Middle)			<input checked="" type="checkbox"/> Officer (give title below)	<input type="checkbox"/> Other (specify below)
3200 WALNUT STREET			3. I.R.S. Identification Number of Reporting Person, if an entity (voluntary)		VICE PRESIDENT, CHEMISTRY, DIRECTOR OF PROCESS CHEMISTRY	
(Street)						
BOULDER CO 80301			4. Statement for Month/Day/Year		7. Individual or Joint/Group Filing (Check Applicable Line)	
(City) (State) (Zip)			1/9/03		<input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person	
			5. If Amendment, Date of Original (Month/Day/Year)			

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

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	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 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code V	Amount (A) or (D)	Price		
COMMON STOCK	1/9/03	1/9/03	S	1,000	D	\$4.75	
COMMON STOCK	1/9/03	1/9/03	S	1,500	D	\$4.80	
COMMON STOCK	1/9/03	1/9/03	S	500	D	\$4.84	
COMMON STOCK	1/9/03	1/9/03	S	500	D	\$4.85	
	1/9/03	1/9/03	S	500	D	\$4.90	

