

OMB APPROVAL

OMB NUMBER 3235-0287
EXPIRES: FEBRUARY 1, 2001
ESTIMATED AVERAGE BURDEN
HOURS PER RESPONSE 1.0

U.S. SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

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).

1. Name and Address of Reporting Person

Clemens	Peter	A.
(Last)	(First)	(Middle)

C/o Halsey Drug Co., Inc. 695 N. Perryville Rd. Bldg. 2

(Street)

Rockford,	Illinois	61107
(City)	(State)	(Zip)

2. Issuer Name and Ticker or Trading Symbol

Halsey Drug Co., Inc. Symbol: HDG

3. IRS or Social Security Number of Reporting Person (Voluntary)

4. Statement for Month/Year

4/00

5. If Amendment, Date of Original (Month/Year)

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

/X/ Director	/ / 10% Owner
/X/ Officer (give title below)	/ / Other (specify below)
Vice President & Chief Financial Officer	

TABLE I -- NON-DERIVATIVE SECURITIES ACQUIRED, DISPOSED OF,
OR BENEFICIALLY OWNED

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

(over)

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. Conver- sion or Exer- cise Price of Deriv- ative Secur- ity	3. Trans- action Date (Month/ Day/ Year)	4. Trans- action Code (Instr. 8) ----- Code V	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) ----- (A) (D)		6. Date Exercisable and Expiration Date (Month/Day/Year) ----- Date Expira- tion Exer- cisable Date		7. Title and Amount of Underlying Securities (Instr. 3 and 4) ----- Amount or Number of Shares		8. Price of Deriv- ative Secur- ity (Instr. 5)	9. Number of Deriv- ative Secur- ities Bene- ficially Owned at End of Month (Instr. 4)	10. Owner- ship Form of Deriv- ative Secur- ity: Direct (D) or In- direct (I) (Instr. 4)	11. Nature of In- direct Bene- ficial Owner- ship (Instr. 4)
5% Convertible Senior Secured Debentures	\$ 1.404	3/10/98	A	(1)		3/10/98	3/15/03	Common Stock	71,225		71,225	D	
Warrants	\$ 1.404	3/10/98	A	(1)		3/10/98	3/15/05	Common Stock	10,791		10,791	D	
Warrants	\$ 2.279	3/10/98	A	(1)		3/10/98	3/15/05	Common Stock	10,526		10,526	D	
5% Convertible Senior Secured Debentures	\$ 1.404	6/12/98	A	(2)		6/12/98	3/15/03	Common Stock	17,121		17,121	D	
Warrants	\$ 1.404	6/12/98	A	(2)		6/12/98	3/15/05	Common Stock	2,594		2,594	D	
Warrants	\$ 2.279	6/12/98	A	(2)		6/12/98	3/15/05	Common Stock	2,530		2,530	D	
Non-qualified Stock Options	\$ 2.375	2/19/98	A			(3)	2/19/08	Common Stock	300,000		300,000	D	
5% Convertible Senior Secured Debentures	\$1.1312	4/1/99	A	(5)		4/1/99	3/15/03	Common Stock	1,370		1,370	D	
Non-qualified Stock Options	\$ 1.125	4/12/99	A	(4)		3/8/00	3/8/09	Common Stock	100,000		100,000	D	
5% Convertible Senior Secured Debentures	\$2.4250	7/1/99	A	(5)		7/1/99	3/15/03	Common Stock	647		647	D	
Non-qualified Stock Options	\$ 1.875	2/17/00	A	(4)		2/17/01	2/17/10	Common Stock	125,000		125,000	D	
5% Convertible Senior Secured Debentures	\$ 1.722	4/1/00	A	(5)		4/1/00	3/15/03	Common Stock	923		923	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 (10,791 shares of which are presently exercisable at \$1.404 per share and 10,526 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 shares of common stock (2,594 shares of which are presently exercisable at \$1.404 per share and 2,530 shares of which are presently exercisable at \$2.279 per share).
- (3) Options vest quarterly, with 25,000 options vesting every quarter effective May 1, 1998.
- (4) Options vest 25% annually.
- (5) Certain quarterly interest payments are paid in the form of convertible debentures.

By: /s/ Peter A. Clemens

May 1, 2000

Peter A. Clemens
SIGNATURE OF REPORTING PERSON

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 PROVIDED IS INSUFFICIENT, SEE INSTRUCTION 6 FOR PROCEDURE.