

OMB APPROVAL

FORM 4

OMB Number: 3236-0287
Expires: February 1, 1994
Estimated average burden
hours per response 0.5

U.S. SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, DC 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

/ / Check this box if no
longer subject to
Section 16. Form 4
or Form 5 obligations
may continue. 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(f) of the Investment Company
Act of 1940

1. Name and Address of Reporting Person Clemens Peter A. (Last) (First) (Middle) c/o Halsey Drug Co., Inc. 1827 Pacific Street (Street) Brooklyn, New York 11233 (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol HALSEY DRUG CO., INC. (HDG) 3. IRS or Social Security Number of Reporting Person (Voluntary) ###-##-#### 4. Statement for Month/Year 3/98 5. If Amendment, Date of Original (Month/Year)	6. Relationship of Reporting Person to Issuer (Check all applicable) Director 10% Owner X Officer (give title --- below) Other (Specify below) Vice President and Chief Financial Officer 7. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by more than one Reporting Person
--	---	--

TABLE 1 -- NON-DERIVATIVE SECURITIES ACQUIRED, DISPOSED OF, OR BENEFICIALLY OWNED

1. Title of Security (Instr. 3)	2. Trans- action Date (Month/ Day/ Year)	3. Transac- tion Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Se- curities Benefi- cially Owned at End of Month (Instr. 3 and 4)	6. Owner- ship Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of In- direct Benefi- cial Owner- ship (Instr. 4)
	Code	V	Amount (A) or (D)	Price		

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

(Over)

(Print or Type Responses)

SEC 1474 (3/91)

FORM 4 (CONTINUED)

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)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)
			Code V	(A) (D)	Date Exercisable Expiration Date	Title Amount or Number of Shares	
Convertible Debenture		3/10/98	A	*	3/10/98 3/10/03	Common Stock 66,667	
Stock Purchase Warrants		3/10/98	A	*	3/10/98 3/10/05	Common Stock 10,101	
Stock Purchase Warrants		3/10/98	A	*	3/10/98 3/10/05	Common Stock 10,101	

1. Title of Derivative Security (Instr. 3)	9. Number of Derivative Securities Beneficially Owned at End of Month (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
Convertible Debenture	66,667	Direct	
Stock Purchase Warrants	10,101	Direct	
Stock Purchase Warrants	10,101	Direct	

Explanation of Responses:

* Purchased in connection with a private offering on March 10, 1998 consisting of a Convertible Debenture convertible at any time and Stock Purchase Warrants (10,101 shares of which are presently exercisable at \$1.50 per share and 10,101 shares of which are presently exercisable at \$2.38 per share).

** Intentional misstatements or omission of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

by: /s/ Peter A. Clemens 4/7/98

*Signature of Reporting Person Date

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

Page 2
SEC 1474 (3/91)