

Topper James N
Form 4
February 26, 2009

FORM 4

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

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 *
Topper James N

2. Issuer Name and Ticker or Trading Symbol
LA JOLLA PHARMACEUTICAL CO [LJPC]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)
02/24/2009

Director 10% Owner
 Officer (give title below) Other (specify below)

70 WILLOW ROAD, SUITE 200

(Street)

4. If Amendment, Date Original Filed(Month/Day/Year)

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

MENLO PARK, CA 94025

(City) (State) (Zip)

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)		
				(A) or (D)	Price				
				Code	V	Amount			
Common Stock	02/24/2009		S(1)	1,662,000	D	\$ 0.0727 (1)	4,210,711 (2)	I (2)	Frazier Healthcare V, LP (2)
Common Stock	02/25/2009		S(3)	1,454,000	D	\$ 0.0633 (3)	2,756,711 (2)	I (2)	Frazier Healthcare V, LP (2)
Common Stock	02/26/2009		S(4)	2,756,711	D	\$ 0.0562 (4)	0 (2)	I (2)	Frazier Healthcare V, LP (2)

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number. SEC 1474 (9-02)

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) (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)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction (Instr. 3)
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Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Topper James N 70 WILLOW ROAD SUITE 200 MENLO PARK, CA 94025		X		

Signatures

/s/ James Topper James N. 02/26/2009
Topper
**Signature of Reporting Person Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 4(b)(v).
 - ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) This row reports all sales on 02-24-09 at the weighted average sales price indicated in column 4 for all sales on that date. The range of prices on this day was \$0.10-\$0.065. Upon request the reporting person will provide to the SEC, the issuer or any security holder of the issuer full information regarding the number of shares sold at each separate price.
- (2) These securities are owned directly by Frazier Healthcare V, LP. The general partner of Frazier Healthcare V, LP is FHM V, LP. FHM V, LLC is the general partner of FHM V, LP. Mr. Topper is one of seven managing members of FHM V, LLC. Mr. Topper disclaims beneficial ownership of these shares except to the extent of his pecuniary interest therein and this report shall not be deemed an admission of ownership of these shares by Mr. Topper for purposes of Section 16 or otherwise.
- (3) This row reports all sales on 02-25-09 at the weighted average sales price indicated in column 4 for all sales on that date. The range of prices on this day was \$0.055- \$0.0702. Upon request, the reporting person will provide to the SEC staff, the issuer or any security holder

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of the issuer full information regarding the number of shares sold at each separate price.

- (4) This row reports all sales on 02-26-09 at the weighted average sales price indicated in column 4 for all sales on that date. The range of prices on this day was \$0.05-\$0.062. Upon request, the reporting person will provide to the SEC staff, the issuer or any security holder of the issuer full information regarding the number of shares sold at each separate price.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.