ARRAY BIOPHARMA INC

Form 4

November 25, 2002

o Check this box if no longer

subject to Section 16. Form 4

continue. See Instruction 1(b).

or Form 5 obligations may

(Print or Type Responses)

FORM 4

UNITED STATES 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(h) of the Investment Company Act of 1940

OMB APPROVAL

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

1.	Name an		ddress of Reporting	2. Issuer Name and Ticker or Trading Symbol ARRAY BIOPHARMA INC./ARRY						ıl	6.	Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director 10% Owner				
(Last) (First) (Middle)			ddle)	3. I.R.S. Identification Number of Reporting Person, if			4.	Statement for Month/Day/Year		ar	•	X Officer (give title below)	y below)			
3200 WALNUT STREET				an entity (voluntary)				11/22/02				CHIEF OPERATING OFFICER, VICE PRESIDENT, BUSINESS DEVELOPMENT				
			(Street)						5.	If Amend of Origin (Month/I	al		7.		Line) by One Reportir by More than	ng Person
	BOULD	EK	СО	80301										One Repor	ting Person	
	(City)		(State)	(Zip)		Table I	Non-Deri	vativ	Sec	urities Acc	quired	, Dispo	sed	of, or Beneficially	Owned	
1. Title of Security (Instr. 3)		2.	Transaction Date (Month/Day/Year		Date, it	Deemed Execution 3. Date, if any Month/Day/Year)		. Transaction Code (Instr. 8)		(A) or D	Securities Acquired (A) or Disposed of (Instr. 3, 4 and 5)			. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	Form: Direct (D) or Indirect (I) (Instr. 4)	Nature of Indirect Beneficial Ownership (Instr. 4)
							Cod	e V		Amount	(A) or (D)	Price				
COM STO	MON CK		11/22/02		11/22/0)2	S(1))		5,000	D	\$8.50)	1,349,011	D	
														100,000	I	(2)
									_							

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

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-control number.

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 3. Trai or Exercise (Mo Price of Derivative Security	nsaction I			Deemed Exec Date, if any (Month/Day/Y		Transa Code (Instr.			Deriva Securi Acquii Dispos	tive	6.	Date Exercisa Expiration Da (Month/Day/Y	ite	
									Code	V		(A)	(D)		Date Exercisable	Expiration Date	
_																	
_																	
_																	
7.	Title and Amo Securities (Instr. 3 and 4)		of Underlying	8.	Price of Security (Instr. 5	y	vative 9.	Number Derivati Securitie Benefici Followin Transact (Instr. 4)	ve es ally Ow ng Repo tion(s)		10	Deri Secu (D)	nership For ivative urities: Dire or Indirect tr. 4)	ect	Ben Owr	ure of Indirect eficial nership tr. 4)	
	Title		Amount or Numb	er													

^{*} If the form is filed by more than one reporting person, see Instruction 4(b)(v).

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Explar	nation of Responses:							
(1) (2)	The sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on September 30, 2002. These shares are held in trust for the benefit of the reporting person's children.							
	/s/ DAVID L. SNITMAN	November 25, 2002						
	**Signature of Reporting Person	Date						
**	Intentional misstatements or omissions of facts constitute Federal Criminal Violations. <i>See</i> 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).							
	File three copies of this Form, one of which must be manually signed. If space is insufficient, <i>see</i> Instruction 6 for procedure. ial persons who are to respond to the collection of information contained in this form are not required.	quired to respond unless the form displays a currently valid						