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UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, DC 20549

SCHEDULE 13G (Amendment No. 5)*

INFORMATION TO BE INCLUDED IN STATEMENTS FILED PURSUANT TO RULES 13d-1 (b), (c) AND (d) AND AMENDMENTS THERETO FILED PURSUANT TO 13d-2 (b)

	RIGEL PHARMACEUTICALS, INC.	
	(Name of Issuer)	
	Common Stock	
	(Title of Class of Securities)	
	766559108	
	(CUSIP Number)	
	April 29, 2003	
	(Date of Event Which Requires Filing of this Stat	ement)
Check is fi		which this Schedule
	_ Rule 13d-1(b)	
	X Rule 13d-1(c)	
	_ Rule 13d-1(d)	
initia for a	remainder of this cover page shall be filled out for a ral filing on this form with respect to the subject class my subsequent amendment containing information which osures provided in a prior cover page.	of securities, and
to be 1934	nformation required in the remainder of this cover page s "filed" for the purpose of Section 18 of the Securities ("Act") or otherwise subject to the liabilities of that shall be subject to all other provisions of the Act).	Exchange Act of section of the Act
	Page 1 of 18 pages	
CUSIP	No. 766559108	Page 2 of 18 Pages
1	NAMES OF REPORTING PERSONS I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ON	ILY)
	Alta Partners	
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*	(a) _
		(b) X
3	SEC USE ONLY	
4	CITIZENSHIP OR PLACE OF ORGANIZATION	
	California	

Please see Attachment A

SOLE VOTING POWER

			-0-						
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON		6	SHARED VOTING POWER						
			2,210,601 Please see Attachment A & Footnote 1						
		7	SOLE DISPOSITIVE POWER						
		,							
	PERSON WITH		-0-						
		8	SHARED DISPOSITIVE POWER 2,210,601						
			Please see Attachment A & Footnote 1						
9	AGGREGATE	AMOUNT	BENEFICIALLY OWNED BY EACH REPORTING PERSON						
	2,210,601		Please see Attachment A and Footnote 1						
			AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN						
	1_1								
11	PERCENT C	F CLASS	REPRESENTED BY AMOUNT IN ROW (9)						
	16.8%								
	TYPE OF R		Please see Attachment AG PERSON*						
	IA		, -2.001						
		7	SEE INSTRUCTION BEFORE FILLING OUT!						
Footr		purchase affiliat	the 1,950,184 shares of Common Stock and 260,417 shares of Common Stock held the with Alta Partners and Alta Partners II. the 1:9 Reverse Stock Split that was effect	by the funds These numbers					
			achment A.	1,720,03.					
CUSIE	No. 76655	9108		3 of 18 Pages					
1			IG PERSONS TION NOS. OF ABOVE PERSONS (ENTITIES ONLY)						
	Alta Part	ners II,	Inc.						
2	CHECK THE	APPROPI	RIATE BOX IF A MEMBER OF A GROUP*	, , , , ,					
				(a) _ (b) X					
3	SEC USE C	NLY							
	CITIZENSH	 ITP OR PI							
-			and of onomitalition						
	Californi 	.d 							
		5	Please see Attachment A SOLE VOTING POWER						
			-0-						
NIIM	MBER OF	6	SHARED VOTING POWER						
SH	IARES	Ü	2,210,601						
OWN	FICIALLY NED BY		Please see Attachment A and Footnote 2						
	EACH PORTING	7	SOLE DISPOSITIVE POWER						
	PERSON WITH		-0-						
		8	SHARED DISPOSITIVE POWER 2,210,601 Please see Attachment A and Footnote 2						
9	AGGREGATE	AMOUNT	BENEFICIALLY OWNED BY EACH REPORTING PERSON						
	2,210,601	-							
 10			Please see Attachment A and Footnote 2 AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAI						
-	1_1		, ,	-					
	'-'								

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

	16.8%				
12	TYPE OF I		Please see Attachment APlease see Attachment A		
	IA				
		*	SEE INSTRUCTION BEFORE FILLING OUT!		
Footn	ote 2:	purchase affiliat reflect	the 1,950,184 shares of Common Stock and War 260,417 shares of Common Stock held by the dwith Alta Partners and Alta Partners II. These the 1:9 Reverse Stock Split that was effective chment A.	ne f e num	unds bers
CUSIP	No. 76655	59108	Page 4 of	18 P	ages
1			G PERSONS TION NOS. OF ABOVE PERSONS (ENTITIES ONLY)		
	Alta Cal:	ifornia P	artners, L. P.		
2	CHECK THI	E APPROPR	IATE BOX IF A MEMBER OF A GROUP*	(a) (b)	_
3	SEC USE (ONLY			
4	CITIZENS	HIP OR PL	ACE OF ORGANIZATION		
	Delaware				
		5	Please see Attachment A SOLE VOTING POWER		
			-0-		
SH.	BER OF ARES ICIALLY	6	SHARED VOTING POWER 2,210,601 Please see Attachment A & Footnote 3		
	ED BY ACH	7	SOLE DISPOSITIVE POWER		
	ORTING RSON		-0-		
W	ITH	8	SHARED DISPOSITIVE POWER 2,210,601 Please see Attachment A & Footnote 3		
9	AGGREGATI	E AMOUNT	BENEFICIALLY OWNED BY EACH REPORTING PERSON		
	2,210,60				
10	CHECK BOX		Please see Attachment A and Footnote 3 AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHA		
	1_1				
11	PERCENT (OF CLASS	REPRESENTED BY AMOUNT IN ROW (11)		
	16.8%				
12	TYPE OF I		Please see Attachment APlease see Attachment A		
	PN				
		*	SEE INSTRUCTION BEFORE FILLING OUT!		
Footn	ote 3:	purchase affiliat reflect	the 1,950,184 shares of Common Stock and War 260,417 shares of Common Stock held by the ed with Alta Partners and Alta Partners II. These the 1:9 Reverse Stock Split that was effective chment A.	ne f e num	unds bers
CUSIP	No. 76655	59108	Page 5 of	18 P	ages
1			G PERSONS TION NOS. OF ABOVE PERSONS (ENTITIES ONLY)		

Alta California Management Partners, L. P.

2	CHECK THE	APPROPI	RIATE BOX IF A MEMBER OF A GROUP*	(a) (b)	_ X
3	SEC USE C	NLY			
 4	 CITIZENSH	IP OR PI	ACE OF ORGANIZATION		
	Delaware				
			Please see Attachment A		
		5	SOLE VOTING POWER		
S	MBER OF HARES FICIALLY	6	SHARED VOTING POWER 2,210,601 Please see Attachment A & Footnote 4		
OW	NED BY	7			
RE	EACH PORTING ERSON	7	SOLE DISPOSITIVE POWER -0-		
	WITH	8	SHARED DISPOSITIVE POWER 2,210,601		
			Please see Attachment A & Footnote 4		
9			BENEFICIALLY OWNED BY EACH REPORTING PERSON		
	2,210,601		Please see Attachment A and Footnote 4		
10		IF THE	AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN	SHARES*	
11		F CLASS	REPRESENTED BY AMOUNT IN ROW (11)		
	16.8%		Please see Attachment A		
12	TYPE OF R	EPORTING	G PERSON*		
		7	SEE INSTRUCTION BEFORE FILLING OUT!		
Foot		purchase affiliat reflect	s the 1,950,184 shares of Common Stock and 260,417 shares of Common Stock held by ted with Alta Partners and Alta Partners II. The 1:9 Reverse Stock Split that was effectively echment A.	the f	unds bers
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	P No. 76655	9108	Page 6	of 18 P	ages
1			IG PERSONS TION NOS. OF ABOVE PERSONS (ENTITIES ONLY)		
	Alta Emba	rcadero	Partners, LLC		
2	CHECK THE	APPROPI	RIATE BOX IF A MEMBER OF A GROUP*		_ X
 3	SEC USE C	NLY			
 4	 CITIZENSH	IP OR PI			
	Californi	a			
			Please see Attachment A		
		5	SOLE VOTING POWER -0-		
S	MBER OF HARES	6	SHARED VOTING POWER 2,210,601		
	FICIALLY NED BY		Please see Attachment A & footnote 5		
	EACH	7	SOLE DISPOSITIVE POWER		

PE	ORTING RSON		-0-	
W	ITH	8	SHARED DISPOSITIVE POWER 2,210,601	
			Please see Attachment A & footnote 5	
9	AGGREGATE	E AMOUNT	BENEFICIALLY OWNED BY EACH REPORTING PERSON	
	2,210,601			
10			Please see Attachment A and Footnote 5 AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAI	
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11		OF CLASS	REPRESENTED BY AMOUNT IN ROW (11)	
 12			Please see Attachment A	
	CO			
		7	SEE INSTRUCTION BEFORE FILLING OUT!	
Footn	ote 5:	purchase affiliat reflect	the 1,950,184 shares of Common Stock ar 260,417 shares of Common Stock held ed with Alta Partners and Alta Partners II. the 1:9 Reverse Stock Split that was effect chment A.	by the funds These numbers
CUSIP	No. 76655	9108	Page	7 of 18 Pages
1			G PERSONS TION NOS. OF ABOVE PERSONS (ENTITIES ONLY)	
	Alta Bio	harma Pa	rtners II, L.P.	
 2	CHECK THE	APPROPE	IATE BOX IF A MEMBER OF A GROUP*	
				(a) _ (b) X
3	SEC USE (NLY		
4	CITIZENS	IIP OR PI	ACE OF ORGANIZATION	
	Delaware			
		5	Please see Attachment A SOLE VOTING POWER	
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	BER OF ARES	6	SHARED VOTING POWER 2,210,601	
	ICIALLY		Please see Attachment A & Footnote 6	
	ED BY ACH	7	SOLE DISPOSITIVE POWER	
	ORTING RSON		-0-	
	ITH	0		
		8	SHARED DISPOSITIVE POWER 2,210,601 Please see Attachment A & Footnote 6	
9	AGGREGATE	AMOUNT	BENEFICIALLY OWNED BY EACH REPORTING PERSON	
	2,210,601			
10			Please see Attachment A and Footnote 6 AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAI	
	_			
11	PERCENT (F CLASS	REPRESENTED BY AMOUNT IN ROW (11)	
	16.8%			
 12			Please see Attachment APERSON*	
	PN			

Footnote 6: Includes the 1,950,184 shares of Common Stock and Warrants to purchase 260,417 shares of Common Stock held by the funds affiliated with Alta Partners and Alta Partners II. These numbers reflect the 1:9 Reverse Stock Split that was effective 6/26/03. See Attachment A.

CUSI	IP No. 766559108	Page 8 of 18 Pages
1	NAMES OF REPORTING PERSONS I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS	(ENTITIES ONLY)
	Alta BioPharma Management Partners II, LLC.	
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A	GROUP* (a) _ (b) X
3	SEC USE ONLY	
4	CITIZENSHIP OR PLACE OF ORGANIZATION Delaware	
	Please see Attachment 5 SOLE VOTING POWER	A
	-0-	
S BENE	UMBER OF 6 SHARED VOTING POWER SHARES 2,210,601 EFICIALLY Please see Attachment A & WNED BY	footnote 7
RE	EACH 7 SOLE DISPOSITIVE POWER EPORTING	
	PERSON -0- WITH 8 SHARED DISPOSITIVE POWER 2,210,601 Please see Attachment A &	footnote 7
9	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH	REPORTING PERSON
 10	2,210,601Please see Attachment A CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (1	
	_	
11	16.8%	
12	Please see Attachment TYPE OF REPORTING PERSON*	. A
	CO	
	*SEE INSTRUCTION BEFORE FIL	LING OUT!
Foot	tnote 7: Includes the 1,950,184 shares of purchase 260,417 shares of Com affiliated with Alta Partners and reflect the 1:9 Reverse Stock Spli See Attachment A.	mon Stock held by the funds Alta Partners II. These numbers
CUSI	IP No. 766559108	Page 9 of 18 Pages
1	NAMES OF REPORTING PERSONS I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS	
	Alta Embarcadero BioPharma Partners II, LLC	·.
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A	GROUP* (a) _ (b) X
		(D) A

SEC USE ONLY

4	CITIZENSHI	P OR P	LACE OF ORGANIZATION		
	Delaware				
		5	Please see Attachment A SOLE VOTING POWER		
			-0-		
SH	BER OF ARES ICIALLY	6	SHARED VOTING POWER 2,210,601 Please see Attachment A & footnote 8		
OWN	ED BY ACH	7	SOLE DISPOSITIVE POWER		
REP	ORTING	,			
	RSON ITH		-0-		
		8	SHARED DISPOSITIVE POWER 2,210,601 Please see Attachment A & footnote 8		
9	AGGREGATE	AMOUNT	BENEFICIALLY OWNED BY EACH REPORTING PERSON		
	2,210,601				
10	CHECK BOX		Please see Attachment A and Footnote 8AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHAP		
	I_I				
11		CLASS	REPRESENTED BY AMOUNT IN ROW (11)		
	16.8%		Please see Attachment A		
12	TYPE OF RE	PORTIN	G PERSON*		
	CO 				
			*SEE INSTRUCTION BEFORE FILLING OUT!		
Footn	p a r	ourchas affilia eflect	s the 1,950,184 shares of Common Stock and Warn e 260,417 shares of Common Stock held by the ted with Alta Partners and Alta Partners II. These the 1:9 Reverse Stock Split that was effective eachment A.	e fi numb	unds pers
CUSIP	No. 766559	108	Page 10 of 1	.8 Pa	iges
1	NAMES OF F		NG PERSONS ATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)		
	Farah Cham	npsi			
2				(a) (b)	_ X
3	SEC USE ON				
4			LACE OF ORGANIZATION		
	United Sta				
		5	Please see Attachment A SOLE VOTING POWER		
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	BER OF ARES	6	SHARED VOTING POWER 1,481,943		
	ICIALLY ED BY		Please see Attachment A & footnote 9		
E. REP	ACH ORTING	7	SOLE DISPOSITIVE POWER		
	RSON ITH		-0-		
		8	SHARED DISPOSITIVE POWER 1,481,943 Please see Attachment A & footnote 9		

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			BENEFICIALLY OWNED BY EACH REPORTING P.		
	1,481,943				
 10			Please see Attachment A and Footnot AGGREGATE AMOUNT IN ROW (11) EXCLUDES		
	1_1				
 11	PERCENT O	F CLASS	REPRESENTED BY AMOUNT IN ROW (11)		
	11.3%				
 12	TYPE OF R		Please see Attachment A PERSON*		
	IN				
			SEE INSTRUCTION BEFORE FILLING OUT!		
Footn		Includes purchase affiliat	the 1,256,249 shares of Common St 225,694 shares of Common Stock and with Alta Partners II. These number Stock Split that was effective 6/26/03	held by the fur rs reflect the 1	nds L:9
CUSIP	No. 76655	9108		Page 11 of 18 Pag	ges
 1	NAMES OF	 REPORTIN	G PERSONS		
	I.R.S. ID	ENTIFICA	TION NOS. OF ABOVE PERSONS (ENTITIES O	NLY)	
	Jean Dele	age			
	CHECK THE	7 DDD∩DD	TAME DOV TE A MEMDED OF A COOLD*		
2		ALLINOLIN	IATE BOX IF A MEMBER OF A GROUP*		
2		ALLINOLIN	IAIE DOX IF A MEMBER OF A GROUP"	(a) (b)	_
	SEC USE O		TATE DOX IF A MEMBER OF A GROUP"		_
			LIATE BOX IF A MEMBER OF A GROUP"		_
 3	SEC USE O	NLY			_
 3	SEC USE O	NLY	ACE OF ORGANIZATION		_
 3	SEC USE O	NLY			_
 3	SEC USE O	NLY	ACE OF ORGANIZATION Please see Attachment A		_
 3	SEC USE O	NLY IP OR PL ates	ACE OF ORGANIZATION Please see Attachment A		_
 3 4 	SEC USE O CITIZENSH United St	NLY IP OR PL ates	Please see Attachment A SOLE VOTING POWER 2,779 SHARED VOTING POWER		_
 3 4 NUM SH	SEC USE O	NLY IP OR PL ates	Please see Attachment A SOLE VOTING POWER 2,779	(b)	_
34 NUM _ SH BENEF OWN	SEC USE O CITIZENSH United St	NLY IP OR PL ates	Please see Attachment A SOLE VOTING POWER 2,779 SHARED VOTING POWER 2,210,601	(b)	_
3 4 NUM SH BENEF OWN E REP	SEC USE O CITIZENSH United St United St CITIZENSH United St United St	NLY IP OR PL ates 5	Please see Attachment A SOLE VOTING POWER 2,779 SHARED VOTING POWER 2,210,601 Please see Attachment A & footnote 10 SOLE DISPOSITIVE POWER	(b)	_
3 4 NUM SH BENEF OWN E REP PE	SEC USE O CITIZENSH United St	NLY IP OR PL ates 5 6	Please see Attachment A SOLE VOTING POWER 2,779 SHARED VOTING POWER 2,210,601 Please see Attachment A & footnote 10 SOLE DISPOSITIVE POWER 2,779	(b)	_
3 4 NUM SH BENEF OWN E REP PE	SEC USE O CITIZENSH United St CARES CICIALLY ED BY ACH ORTING RSON	NLY IP OR PL ates 5	Please see Attachment A SOLE VOTING POWER 2,779 SHARED VOTING POWER 2,210,601 Please see Attachment A & footnote 10 SOLE DISPOSITIVE POWER 2,779 SHARED DISPOSITIVE POWER 2,210,601	(b)	_
3 4 NUM SH BENEF OWN E REP PE	SEC USE O CITIZENSH United St CARES CICIALLY ED BY ACH ORTING RSON	NLY IP OR PL ates 5 6	Please see Attachment A SOLE VOTING POWER 2,779 SHARED VOTING POWER 2,210,601 Please see Attachment A & footnote 10 SOLE DISPOSITIVE POWER 2,779 SHARED DISPOSITIVE POWER	(b)	_
NUM SH BENEF OWN E REP PE W	SEC USE O CITIZENSH United St United St CITIZENSH CITIZENSH	NLY IP OR PL ates 5 6	Please see Attachment A SOLE VOTING POWER 2,779 SHARED VOTING POWER 2,210,601 Please see Attachment A & footnote 10 SOLE DISPOSITIVE POWER 2,779 SHARED DISPOSITIVE POWER 2,210,601	(b)	_
NUM SH BENEF OWN E REP PE W	SEC USE O CITIZENSH United St United St CITIZENSH ARES CITIZENSH CITIZENSH AGGREGATE 2,213,380	NLY IP OR PL ates 5 6 7 8 AMOUNT	Please see Attachment A SOLE VOTING POWER 2,779 SHARED VOTING POWER 2,210,601 Please see Attachment A & footnote 10 SOLE DISPOSITIVE POWER 2,779 SHARED DISPOSITIVE POWER 2,779 SHARED DISPOSITIVE POWER 2,210,601 Please see Attachment A & footnote 10 BENEFICIALLY OWNED BY EACH REPORTING P.	(b)	
NUM SH BENEF OWN E REPP W	SEC USE O CITIZENSH United St United St BER OF ARES ICIALLY ED BY ACH ORTING RSON ITH AGGREGATE 2,213,380	NLY IP OR PL ates 5 6 7 8 AMOUNT	Please see Attachment A SOLE VOTING POWER 2,779 SHARED VOTING POWER 2,210,601 Please see Attachment A & footnote 10 SOLE DISPOSITIVE POWER 2,779 SHARED DISPOSITIVE POWER 2,779 SHARED DISPOSITIVE POWER 2,210,601 Please see Attachment A & footnote 10	(b)	
NUM SH BENEF OWN E REPP W	SEC USE O CITIZENSH United St United St BER OF ARES ICIALLY ED BY ACH ORTING RSON ITH AGGREGATE 2,213,380	NLY IP OR PL ates 5 6 7 8 AMOUNT	Please see Attachment A SOLE VOTING POWER 2,779 SHARED VOTING POWER 2,210,601 Please see Attachment A & footnote 10 SOLE DISPOSITIVE POWER 2,779 SHARED DISPOSITIVE POWER 2,779 SHARED DISPOSITIVE POWER 2,210,601 Please see Attachment A & footnote 10 BENEFICIALLY OWNED BY EACH REPORTING PPlease see Attachment A and Footnote AGGREGATE AMOUNT IN ROW (11) EXCLUDES (1)	ERSON e 10CERTAIN SHARES*	X
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NUM SH BENEF OWN E PE W	SEC USE O CITIZENSH United St United St CITIZENSH United St CITIZENSH United St CITIZENSH United St CITIZENSH United St CHECK BOX	NLY IP OR PL ates 5 6 7 8 AMOUNT IF THE	Please see Attachment A SOLE VOTING POWER 2,779 SHARED VOTING POWER 2,210,601 Please see Attachment A & footnote 10 SOLE DISPOSITIVE POWER 2,779 SHARED DISPOSITIVE POWER 2,779 SHARED DISPOSITIVE POWER 2,210,601 Please see Attachment A & footnote 10 BENEFICIALLY OWNED BY EACH REPORTING POWER Please see Attachment A and Footnote AGGREGATE AMOUNT IN ROW (11) EXCLUDES OF REPRESENTED BY AMOUNT IN ROW (11)	ERSON e 10	
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Footnote 10: Includes the 1,950,184 shares of Common Stock, Warrants to purchase 260,417 shares of Common Stock, and Stock Options for 2,779 shares of Common Stock. These numbers reflect the 1:9 Reverse Stock Split that was effective 6/26/03. See Attachment A.

1			NG PERSONS ATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)		
	Garrett G				
2		APPROE	RIATE BOX IF A MEMBER OF A GROUP*	(a) (b)	_ X
3	SEC USE C	NLY			
4	CITIZENSH	IP OR E	LACE OF ORGANIZATION		
	United St				
		5	Please see Attachment A SOLE VOTING POWER		
			-0-		
S	JMBER OF SHARES EFICIALLY	6	SHARED VOTING POWER 728,658 Please see Attachment A & footnote 11		
	WNED BY EACH EPORTING	7	SOLE DISPOSITIVE POWER		
I	PERSON WITH		-0- 		
		8	SHARED DISPOSITIVE POWER 728,658 Please see Attachment A & footnote 11		
9		AMOUN'I	BENEFICIALLY OWNED BY EACH REPORTING PERSON		
	728 , 658 		Please see Attachment A and Footnote 11		
10	CHECK BOX	IF THE	AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN	SHARES*	
	_				
11		F CLASS	REPRESENTED BY AMOUNT IN ROW (11)		
	5.5% 		Please see Attachment A		
12	TYPE OF R	EPORTIN	G PERSON*		
	IN				
			*SEE INSTRUCTION BEFORE FILLING OUT!		
Foot		purchas affilia	s the 693,935 shares of Common Stock and We 34,723 shares of Common Stock held by ted with Alta Partners. These numbers refl Stock Split that was effective 6/26/03. See At	the fect the	unds 1:9
CUS	IP No. 76655		Page 13	of 18 P	ages
1	NAMES OF	REPORTI	NG PERSONS ATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)		
	Alix Mard	uel			
2	CHECK THE	APPROE	RIATE BOX IF A MEMBER OF A GROUP*	(a)	_ X
3	SEC USE C				
 4	CITIZENSH	IP OR E	LACE OF ORGANIZATION		
	United St	ates			
		 5	Please see Attachment A SOLE VOTING POWER		

NUMBER OF 6 SHARES			SHARED VOTING POWER 1,481,943						
BENEFICIALLY OWNED BY EACH 7 REPORTING PERSON			Please see Attachment A & footnote 12						
		7	SOLE DISPOSITIVE POWER						
PEF	RSON		-0-						
W	ITH	8	SHARED DISPOSITIVE POWER						
			1,481,943						
			Please see Attachment A & footnote 12						
9	AGGREGATE	AMOUNT	BENEFICIALLY OWNED BY EACH REPORTING PERSON						
	1,481,943 		Please see Attachment A and Footnote 12						
	CHECK BOX		AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN						
	_ 								
11			REPRESENTED BY AMOUNT IN ROW (11)						
	11.3%		Please see Attachment A						
12									
	IN								
			SEE INSTRUCTION BEFORE FILLING OUT!						
Footno		purchase affiliat	the 1,256,249 shares of Common Stock and 225,694 shares of Common Stock held by ded with Alta Partners II. These numbers refl Stock Split that was effective 6/26/03. See At	the fect the	unds 1:9				
CUSIP	No. 76655	9108	Page 14	of 18 P	ages				
1	NAMES OF I.R.S. ID								
	Guy Nohra								
2	CHECK THE	APPROPE	RIATE BOX IF A MEMBER OF A GROUP*						
				(a) (b)	_ X				
3	SEC USE O	NLY							
4	 CITIZENSH	IP OR PI	ACE OF ORGANIZATION						
	United St	ates							
		5	Please see Attachment A SOLE VOTING POWER						
			-0-						
NUME	BER OF	6	SHARED VOTING POWER						
SHA	ARES		728,658						
	ICIALLY ED BY		Please see Attachment A & footnote 13						
EA	ACH	7	SOLE DISPOSITIVE POWER						
	ORTING RSON		-0-						
	ITH	0	CUADED DISPOSITATIVE POWED						
		8	SHARED DISPOSITIVE POWER 728,658 Please see Attachment A & footnote 13						
	ACCDDC2.EE	AMOUNT.							
9	728,658	AMOUN'I'	BENEFICIALLY OWNED BY EACH REPORTING PERSON						
10			Please see Attachment A and Footnote 13 AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN						
	_								
11	PERCENT O	F CLASS	REPRESENTED BY AMOUNT IN ROW (11)						

12 TYPE OF REPORTING PERSON*

IN

*SEE INSTRUCTION BEFORE FILLING OUT!

Footnote 13: Includes the 693,935 shares of Common Stock and Warrants to purchase 34,723 shares of Common Stock held by the funds affiliated with Alta Partners. These numbers reflect the 1:9 Reverse Stock Split that was effective 6/26/03. See Attachment A.

Item 1.

- Name of Issuer: Rigel Pharmaceuticals, Inc. ("Issuer") (a)
- (h) Address of Issuer's Principal Executive Offices:

1180 Veterans Boulevard South San Francisco, CA 94080

Item 2.

Name of Person Filing: (a)

Alta Partners ("AP")

Alta Partners II, Inc. ("AP II")

Alta California Partners, L.P. ("ACP")

Alta California Management Partners, L.P. ("ACMP")

Alta Embarcadero Partners, LLC ("AEP") Alta BioPharma Partners II, L.P. ("ABP II") Alta BioPharma Management Partners II, LLC ("ABMP II")

Alta Embarcadero BioPharma Partners II, LLC ("AEBP II")

Farah Champsi ("FC") Jean Deleage ("JD") Garrett Gruener ("GG") Alix Marduel ("AM")

Guy Nohra ("GN")

(b) Address of Principal Business Office:

> One Embarcadero Center, Suite 4050 San Francisco, CA 94111

Citizenship/Place of Organization:

Entities: AP California AP II California ACP Delaware ACMP Delaware AEP California ABP II Delaware

ABMP II Delaware AEBP II California

Individuals: FC United States JD

United States GG United States United States GN United States

(d) Title of Class of Securities: Common Stock

CUSIP Number: 766559108 (e)

Item 3. Not applicable.

Item 4. Ownership.

Please see Attachment A

<TABLE> <CAPTION>

The numbers listed below reflect the 1:9 Reverse Stock Split effective June 26, 2003.

		AP	AP II	ACP	ACMP	AEP	ABP II	ABMP II
<s> (a)</s>	Beneficial	<c> 2,210,601</c>						

	Ownership							
(b)	Percentage of Class	16.8%	16.8%	16.8%	16.8%	16.8%	16.8%	16.8%
(c)	Sole Voting Power							-0-
	Shared Voting Power	2,210,601				2,210,601		
	Sole Dispositive Power	-0-	-0-	-0-	-0-	-0-	-0-	-0-
	Shared Dispositive Power		2,210,601	2,210,601	2,210,601	2,210,601	2,210,601	2,210,601
		AEBP II	FC	JD	GG	АМ	GN	
 (a)	Beneficial Ownership	19,895,423	15,212,500	19,905,423	4,682,923	15,212,500	4,682,923	
(b)	Percentage of Class	16.5%	12.7%	16.5%	4.8%	12.7%	4.8%	
(c)	Sole Voting Power	-0-	-0-	10,000	-0-	-0-	-0-	
	Shared Voting Power	19,895,423	15,212,500	19,895,423	4,682,923	15,212,500	4,682,923	
	Sole Dispositive Power	-0-	-0-	10,000	-0-	-0-	-0-	
	Shared Dispositive Power	19,895,423	15,212,500	19,895,423	4,682,923	15,212,500	4,682,923	

</TABLE>

Please see Attachment A

Item 5. Ownership of Five Percent or Less of a Class

Not Applicable.

Item 6. Ownership of More than Five Percent on Behalf of Another Person

Not applicable.

Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on By the Parent Holding Company.

Not applicable.

Item 8. Identification and Classification of Members of the Group

No reporting person is a member of a group as defined in Section 240.13d-1(b)(1)(ii)(H) of the Act.

Item 9. Notice of Dissolution of Group

Not applicable.

Item 10. Certification

By signing below we certify that, to the best of our knowledge and belief, the securities referred to above were acquired and are held in the ordinary course of business and were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

Joint Filing Statement A:

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Date: July 2, 2003

<TABLE> <CAPTION>

<S>

<C> ALTA PARTNERS ALTA CALIFORNIA PARTNERS, L.P.

By: Alta California Management Partners, L.P.,

By: /s/ Jean Deleage By: /s/ Jean Deleage

> Jean Deleage, President Jean Deleage, General Partner

ALTA CALIFORNIA MANAGEMENT PARTNERS, L.P. ALTA EMBARCADERO PARTNERS, LLC

By: /s/ Jean Deleage By: /s/ Jean Deleage

Jean Deleage, General Partner Jean Deleage, Member

ALTA PARTNERS II, INC.

/s/ Jean Deleage Bv: _____

Jean Deleage, President

ALTA BIOPHARMA PARTNERS II, L.P. ALTA BIOPHARMA MANAGEMENT PARTNERS II, LLC

By: Alta BioPharma Management Partners II, LLC

/s/ Farah Champsi By: /s/ Farah Champsi

_____ _____ Farah Champsi, Managing Director Farah Champsi, Member

ALTA EMBARCADERO BIOPHARMA PARTNERS II, LLC

/s/ Farah Champsi /s/ Alix Marduel By: ._____

._____ Alix Marduel Farah Champsi, Manager

/s/ Jean Deleage /s/ Guy Nohra _____ _____

Jean Deleage Guy Nohra

/s/ Garrett Gruener /s/ Farah Champsi

Farah Champsi Garrett Gruener

EXHIBIT A

AGREEMENT OF JOINT FILING

Date: July 2, 2003

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

<TABLE> <CAPTION> <S>

</TABLE>

ALTA PARTNERS ALTA CALIFORNIA PARTNERS, L.P.

By: Alta California Management Partners, L.P.,

<C>

/s/ Jean Deleage By: -----Jean Deleage, President

By: /s/ Jean Deleage

By:

Jean Deleage, General Partner

ALTA CALIFORNIA MANAGEMENT PARTNERS, L.P.

ALTA EMBARCADERO PARTNERS, LLC

/s/ Jean Deleage

By: /s/ Jean Deleage

Jean Deleage, General Partner

_____ Jean Deleage, Member

ALTA PARTNERS II, INC.

/s/ Jean Deleage

Jean Deleage, President

ALTA BIOPHARMA PARTNERS II, L.P.

By: Alta BioPharma Management Partners II, LLC

By: /s/ Farah Champsi

Farah Champsi, Managing Director

ALTA EMBARCADERO BIOPHARMA PARTNERS II, LLC

/s/ Farah Champsi Bv:

Farah Champsi, Manager

/s/ Jean Deleage

Jean Deleage

/s/ Garrett Gruener

-----Garrett Gruener

</TABLE>

ALTA BIOPHARMA MANAGEMENT PARTNERS II, LLC

By: /s/ Farah Champsi

Farah Champsi, Member

/s/ Alix Marduel

Alix Marduel

/s/ Guy Nohra

Guy Nohra

/s/ Farah Champsi

Farah Champsi

Attachment A

On June 26, 2003, the funds affiliated with Alta Partners and Alta Partners II, Inc. purchased 1,302,083 shares of Common Stock and Warrants to purchase of 260,417 shares of Common Stock, in accordance with the terms of the Rigel Pharmaceuticals, Inc. Common Stock and Warrant Purchase Agreement that was signed April 29, 2003. Effective June 26, 2003, there was a 1:9 Reverse Stock Split of Common Stock. The numbers of shares listed on this attachment reflect the reverse stock split.

Alta Partners II, Inc. provides investment advisory services to several venture capital funds including Alta BioPharma Partners II, L.P. and Alta Embarcadero BioPharma Partners II, LLC. On June 26, 2003, Alta BioPharma Partners II, L.P. purchased 1,088,432 shares of Common Stock and Warrants to purchase 217,686 shares of Common Stock for an aggregate purchase price of \$6,269,451.32, and Alta Embarcadero BioPharma Partners II, LLC purchased 40,040 shares of Common Stock and warrants to purchase 8,008 shares of Common Stock for the aggregate purchase price of \$230,633.40. As of June 26, 2003, Alta BioPharma Partners II, L.P. beneficially owns 1,211,676 shares of Common Stock and warrants to purchase 217,686 shares of Common stock. Alta Embarcadero BioPharma Partners II, LLC beneficially owns 44,573 shares Common Stock and Warrants to purchase 8,008 shares of Common Stock. The managing directors of Alta BioPharma Partners II, L.P. and managers of Alta Embarcadero BioPharma Partners II, LLC exercise sole voting and investment power in respect to the shares owned by such funds.

Certain principals of Alta Partners II, Inc. are managing directors of Alta BioPharma Management II, LLC (which is the general partner of Alta BioPharma Partners II, L.P.), and managers of Alta Embarcadero BioPharma Partners II, LLC. As managing directors and managers of such entities, they may be deemed to share voting and investment powers over the shares beneficially held by the funds. The principals of Alta Partners II, Inc. disclaim beneficial ownership of all such shares held by the foregoing funds, except to the extent of their proportionate pecuniary interests therein.

Alta Partners provides investment advisory services to several venture capital funds including Alta California Partners, L.P. and Alta Embarcadero Partners, LLC. On June 26, 2003, Alta California Partners, L.P. purchased 169,733 shares of Common Stock and Warrants to purchase 33,947 shares of Common Stock for an aggregate purchase price of \$977,675.08. Alta Embarcadero Partners, LLC purchased 3,878 shares of Common Stock and Warrants to purchase 776 shares of Common Stock for an aggregate purchase price of \$22,338.28. As of June 26, 2003, Alta California Partners, L.P. beneficially owns 678,436 shares of Common Stock and Warrants to purchase 33,947 shares of Common Stock. Alta Embarcadero Partners, LLC beneficially owns 15,499 shares of Common Stock and Warrants to purchase 776 shares of Common Stock. The respective general partners and members of Alta California Partners L.P. and Alta Embarcadero Partners, LLC exercise sole voting and investment power with respect to the shares owned by such funds.

Certain principals of Alta Partners are general partners of Alta California Management Partners, L.P. (which is a general partner of Alta California Partners, L.P.), and members Alta Embarcadero Partners, LLC. As general partners and members of such funds, they may be deemed to share voting and investment powers over the shares held by the funds. The principals of Alta Partners disclaim beneficial ownership of all such shares held by the foregoing funds, except to the extent of their proportionate pecuniary interests therein.

On June 26, 2003, Mr. Jean Deleage, a director of Rigel Pharmaceuticals, Inc., was granted stock options to purchase 1,667 shares of Common Stock. In addition, he holds options for 556 shares of Common Stock granted on June 20, 2002 and options for 556 shares of Common Stock granted on July 19, 2001. The options vest 1/24th per month over a two-year period commencing on the date of grant. Mr. Deleage is a managing director of Alta BioPharma Management Partners II, LLC (which is the general partner of Alta BioPharma Partners II, L.P.), a manager of Alta Embarcadero BioPharma Partners II, LLC, a general partner of Alta California Management Partners, L.P. (which is the general partner of Alta California Partners, L.P.), and a member of Alta Embarcadero Partners, LLC. Thus he currently shares voting and dispositive powers over the 1,429,362 shares of Common Stock beneficially owned by Alta BioPharma Partners II, L.P., the 52,581 shares of Common Stock beneficially owned by Alta Embarcadero BioPharma Partners II, LLC, the 712,383 shares of Common Stock beneficially owned by Alta California Partners L.P. and the 16,275 shares of Common Stock beneficially owned by Alta Embarcadero Partners,

Page 1 of 2 of Attachment A

Attachment A (continued)

LLC. He disclaims beneficial ownership of all such shares held by all of the foregoing funds except to the extent of his proportionate pecuniary interests therein. The numbers listed above reflect the 1:9 Reverse Stock Split that became effective June 26, 2003.

Ms. Farah Champsi is a managing director of Alta BioPharma Management Partners II, LLC (which is the general partner of Alta BioPharma Partners II, L.P.) and a manager of Alta Embarcadero BioPharma Partners II, LLC. Thus she currently shares voting and dispositive powers over the 1,429,362 shares of Common Stock beneficially owned by Alta BioPharma Partners II, L.P. and the 52,581 shares of Common Stock beneficially owned by Alta Embarcadero BioPharma Partners II, LLC. She disclaims beneficial ownership of all such shares held by all of the foregoing funds except to the extent of her proportionate pecuniary interests therein. The numbers listed above reflect the 1:9 Reverse Stock Split that became effective June 26, 2003.

Mr. Garrett Gruener is a general partner of Alta California Management Partners, L.P. (which is the general partner of Alta California Partners, L.P.) and a member of Alta Embarcadero Partners, LLC. Thus he shares voting and dispositive powers over the 712,383 shares of Common Stock beneficially owned by Alta California Partners L.P. and 16,275 shares of Common stock beneficially owned by Alta Embarcadero Partners LLC. He disclaims beneficial ownership of all such shares held by all of the foregoing funds except to the extent of his proportionate pecuniary interests therein. The numbers listed above reflect the 1:9 Reverse Stock Split that became effective June 26, 2003.

Dr. Alix Marduel is a managing director of Alta BioPharma Management Partners II, LLC (which is the general partner of Alta BioPharma Partners II, L.P.) and a manager of Alta Embarcadero BioPharma Partners II, LLC. Thus she currently shares voting and dispositive powers over the 1,429,362 shares of Common Stock beneficially owned by Alta BioPharma Partners II, L.P. and the 52,581 shares of Common Stock beneficially owned by Alta Embarcadero BioPharma Partners II, LLC. She disclaims beneficial ownership of all such shares held by all of the foregoing funds except to the extent of her proportionate pecuniary interests therein. The numbers listed above reflect the 1:9 Reverse Stock Split that became effective June 26, 2003.

Mr. Guy Nohra is a general partner of Alta California Management Partners, L.P. (which is the general partner of Alta California Partners, L.P.). Thus he shares voting and dispositive powers over the 712,383 shares of Common Stock beneficially owned by Alta California Partners L.P. He disclaims beneficial ownership of all such shares held by all of the foregoing funds except to the extent of his proportionate pecuniary interests therein. The numbers listed above reflect the 1:9 Reverse Stock Split that became effective June 26, 2003.

Alta Partners and Alta Partners II, Inc. are venture capital firms that share an office in San Francisco. Alta Partners is California Corporation. Alta Partners II, Inc. is a California Corporation. Alta California Partners, L.P. is a Delaware Limited Partnership, Alta Embarcadero Partners, LLC is a California Limited Liability Company, Alta BioPharma Partners II, L.P. is a Delaware Limited Partnership, and Alta Embarcadero BioPharma Partners II, LLC is a