## United States Securities and Exchange Commission WASHINGTON, D.C. 20549

Schedule 13G (Amendment No. \_8\_) \*

UNDER THE SECURITIES EXCHANGE ACT OF 1934

		RIGEL PHARMACEUTICALS,	INC.						
	(Name of Issuer)								
(Title of Class of Securities)									
		766559108							
		(CUSIP Number)							
		August 20, 2004							
	(Date	e of Event That Requires Filing o	of this St	atement)					
Check th		ate box to designate the rule pu	ırsuant to	which this Schedule					
	1_1	Rule 13d-1(b)							
	X	Rule 13d-1(c)							
	_	Rule 13d-1(d)							
initial for any	filing on subsequen	this cover page shall be filled this form with respect to the su at amendment containing inform led in a prior cover page.	abject cla	ss of securities, and					
to be "f 1934 ("A	filed" for Act") or o	equired in the remainder of this the purpose of Section 18 of the cherwise subject to the liabilityject to all other provisions	e Securit	ies Exchange Act of at section of the Act					
<table></table>									
<caption CUSIP No <s></s></caption 	N> o. 7665593	.08	<c></c>		Page 2 of 18 Pages				
(1)	Names of	Reporting Persons. SS or I.R.S.	Identific	ation Nos. of Above Per	sons				
	Alta Part								
(2)	Check The	Appropriate Box If A Member Of	A Group		(a) (b) X				
(3)	SEC Use (	nly							
(4)	Citizens	ip or Place of Organization							
	Californ	a							
		Please see Attachment							
Benefici	Of Shares ially Owned	1	(5)	Sole Voting Power	-0-				
By Each Person W	Reporting With		(6)	Shared Voting Power Please	1,097,880 see Attachment A & Footnote 1				
_									

Sole Dispositive Power -0-

(7)

		(8)	Shared Dispositive Power 1,097,880  Please see Attachment A & Footnote 1
(9)	Aggregate Amount Beneficially Owned By 1,097,880 Please see Attachmen		
(10)	Check If The Aggregate Amount In Row (	11) Excludes	Certain Shares*
(11)	Percent Of Class Represented By Amount 5.91% Please see Attachmen	In Row (11)	
(12)	Type Of Reporting Person		
FN>	*SEE INSTRUCTION BEFORE F  1: Includes the 837,463 shares of Common 260,417 shares of Common Stock he Alta Partners and Alta Partners II.	ILLING OUT! on Stock and ld by the fur	nds affiliated with
C/FN> C/TABLE> CTABLE> CAPTION> CUSIP No.	>	<c></c>	Page 3 of 18 Pages
(1)	Names of Reporting Persons. SS or I.R.: Alta Partners II, Inc.	S. Identifica	ation Nos. of Above Persons
(2)	Check The Appropriate Box If A Member	Of A Group	(a) (b) X
(3)	SEC Use Only		
	Citizenship or Place of Organization California		
	ally Owned Reporting	(5)  (6)	Sole Voting Power -0-  Shared Voting Power 1,097,880  Please see Attachment A and Footnote 2
		(7)	•
		(8)	Shared Dispositive Power 1,097,880  Please see Attachment A and Footnote 2
	Aggregate Amount Beneficially Owned By 1,097,880 Please see Attachmen	Each Report: t A and Footi	ing Person
(10)	Check If The Aggregate Amount In Row (		

(11) Percent Of Class Represented By Amount In Row (11)

```
5.91% Please see Attachment A
_ ------
 (12) Type Of Reporting Person
     ΙA
*SEE INSTRUCTION BEFORE FILLING OUT!
<FN>
Footnote 2: Includes the 837,463 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. See Attachment A.
</FN>
</TABLE>
<TABLE>
<CAPTION>
CUSIP No. 766559108
                                                         Page 4 of 18 Pages
 (1)
     Names of Reporting Persons. SS or I.R.S. Identification Nos. of Above Persons
     Alta California Partners, L. P.
 (2)
     Check The Appropriate Box If A Member Of A Group
                                                           (b) X
_ ______
 (3)
    SEC Use Only
(4)
     Citizenship or Place of Organization
     Delaware
Please see Attachment A
Number Of Shares
                                   (5)
                                        Sole Voting Power
Beneficially Owned
By Each Reporting
                                   ______
                                   (6)
                                       Shared Voting Power 1,097,880
Person With
                                                Please see Attachment A & Footnote 3
                                        Sole Dispositive Power
                                                         -0-
                                   _____
                                  (8) Shared Dispositive Power 1,097,880
                                               Please see Attachment A & Footnote 3
      -----
 (9)
     Aggregate Amount Beneficially Owned By Each Reporting Person
     1,097,880
                Please see Attachment A and Footnote 3
 (10)
     Check If The Aggregate Amount In Row (11) Excludes Certain Shares*
 (11) Percent Of Class Represented By Amount In Row (11)
                Please see Attachment A
 (12)
     Type Of Reporting Person
Footnote 3: Includes the 837,463 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. See Attachment A.
</FN>
</TABLE>
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CUSIP No	. 766559108	<c></c>		Page 5 of 18 Pages			
(1)	Names of Reporting Persons. SS or I.R.S.  Alta California Management Partners, L. P		ation Nos. of Above Persons				
(2)	Check The Appropriate Box If A Member Of			(a) (b) X			
(3)	SEC Use Only						
(4)	Citizenship or Place of Organization						
	Delaware 						
	ally Owned	: A (5)	Sole Voting Power				
Person W	ach Reporting on With		Shared Voting Power				
-		(7)	Sole Dispositive Power	-0-			
-		(8)		1,097,880 Attachment A & Footnote 4			
(10)	1,097,880 Please see Attachment A  Check If The Aggregate Amount In Row (11)						
(11)	Percent Of Class Represented By Amount In	n Row (11)					
	5.91% Please see Attachment A	7					
(12)	Type Of Reporting Person						
	PN 						
<fn> Footnote</fn>	FN> ootnote 4: Includes the 837,463 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. See Attachment A.						

					> . 766559108			Page 6 of 18 Pages
(1)	Names of Reporting Persons. SS or I.R.S.	Identific	ation Nos. of Above Persons					
	Alta Embarcadero Partners, LLC							
(2)	Check The Appropriate Box If A Member Of	A Group		(a) (b) X				
<CAPTION>

(3) SEC Use Only

(4)	Citizenship or Pl	ace of Organization				
	California					
  Number Of Beneficia	f Shares ally Owned	Please see Attachment A	(5)	Sole Voting Po	ower	-0-
By Each H Person Wi	Reporting ith		(6)	-	Please see	1,097,880 Attachment A & footnote 5
-				Sole Dispositi		
_			(8)	Shared Disposit	ive Power Please see	
(9)	Aggregate Amount	Beneficially Owned By Each				
		Please see Attachment A ar	nd Foot:	note 5 		
(10)	Check If The Aggr	egate Amount In Row (11) Ex	kcludes	Certain Shares*		
(11)		Represented By Amount In Ro	ow (11)			
  (12)	Type Of Reporting	Person				
	CO					

(1)	Names of Reportin	g Persons. SS or I.R.S. Ide	entific	ation Nos. of Abo	ove Persons	
(2)	Check The Appropr	iate Box If A Member Of A (	Group			(a) (b) X
(3)	SEC Use Only					
 (4)		ace of Organization				
 Number Of	f Shares	Please see Attachment A	(5)			
	ally Owned Reporting ith		(6)		Power ease see At	1,097,880 ttachment A & Footnote 6
-			(7)	Sole Dispositi		-0-

\_\_\_\_\_

(8) Shared Dispositive Power 1,097,880 Please see Attachment A & Footnote 6 (9) Aggregate Amount Beneficially Owned By Each Reporting Person Please see Attachment A and Footnote 6 (10)Check If The Aggregate Amount In Row (11) Excludes Certain Shares\* (11) Percent Of Class Represented By Amount In Row (11) 5.91% Please see Attachment A (12)Type Of Reporting Person <FN> Footnote 6: Includes the 837,463 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. See Attachment A. </TABLE> <TABLE> <CAPTION> CUSIP No. 766559108 Page 8 of 18 Pages <C> <S> - -----(1) Names of Reporting Persons. SS or I.R.S. Identification Nos. of Above Persons Alta BioPharma Management Partners II, LLC. (2) Check The Appropriate Box If A Member Of A Group SEC Use Only (3) (4) Citizenship or Place of Organization Please see Attachment A Number Of Shares (5) Sole Voting Power -0-Beneficially Owned By Each Reporting (6) Shared Voting Power 1,097,880 Person With Please see Attachment A & footnote 7 (7) Sole Dispositive Power -0-(8) Shared Dispositive Power 1,097,880 Please see Attachment A & footnote 7 (9) Aggregate Amount Beneficially Owned By Each Reporting Person 1,097,880 Please see Attachment A and Footnote 7 Check If The Aggregate Amount In Row (11) Excludes Certain Shares\* (10)\_\_\_\_\_\_ (11)Percent Of Class Represented By Amount In Row (11)

5.91%

Please see Attachment A

(12)	Type Of Report	ting Person			
	CO				
<fn> Footnote</fn>	260,417 sh	he 837,463 shares of Common S hares of Common Stock held b ers and Alta Partners II. See	y the fu	unds affiliated with	

  | ero ana mea rarenero II. bee | riccaciii | none m |  ||  |  |  |  |  |  |
|  |
					3
(1)	Names of Repor	rting Persons. SS or I.R.S. I	dentific	cation Nos. of Above Persons	
		ero BioPharma Partners II, LL			
(2)	Check The App	ropriate Box If A Member Of A	. Group		(a) (b) X
(3)	SEC Use Only				
(4)	Citizenship or	r Place of Organization			
	Delaware				
		Please see Attachment			
Number O Benefici	f Shares ally Owned		(5)	Sole Voting Power	-0-
By Each : Person W	Reporting		(6)	Chanad Mating Dover	1 007 000
reison w	1 (11			Shared Voting Power Please see	Attachment A & footnote 8
-			(7)	Cala Dianagitiva Davan	-0-
			(7)	Sole Dispositive Power	\_0\_
\_					
			(8)	Shared Dispositive Power	1,097,880 Attachment A & footnote 8
(9)	Aggregate Amou	unt Beneficially Owned By Eac	h Report	ing Person	
	1,097,880	Please see Attachment A	and Foot	tnote 8	
(10)		Aggregate Amount In Row (11)			
(11)		ass Represented By Amount In			
	5.91%	Please see Attachment A			
(12)	Type Of Report	ting Person			
	CO				
Footnote	260,417 sh	he 837,463 shares of Common S hares of Common Stock held b ers and Alta Partners II. See	y the fu	unds affiliated with	
		and mich farences ii. See	110 0001111		
> . 766559108				Page 10 of 18 Pages	
<C>

<S>

(1)	Names of Reporting Persons. SS or I.R.S. Identification Nos. of Above Persons					
	Farah Champsi					
(2)	Check The Appropriate Box If A Member Of A			(a) (b) X		
(3)	SEC Use Only					
(4)	Citizenship or Place of Organization United States					
 Number Of Beneficia	Please see Attachment A f Shares ally Owned	Sole Voting Power	1,998			
By Each F Person Wi		(6)	Shared Voting Power Please see F			
-		(7)	Sole Dispositive Power	1,998		
-		(8)		1,063,157 Attachment A & footnote 9		
(9)	Aggregate Amount Beneficially Owned By Each 1,065,155  Please see Attachment A a					
(10)	Check If The Aggregate Amount In Row (11) E	Excludes	Certain Shares*			
(11)	Percent Of Class Represented By Amount In R 5.67% Please see Attachment A	Row (11)				
	11ease see Accadiment A					
(12)	Type Of Reporting Person					
	IN					
	*SEE INSTRUCTION BEFORE FILLIN	IG OUT!				
<fn> Footnote</fn>	cnote 9: Includes the 837,463 shares of Common Stock and Warrants to purchase 225,694 shares of Common Stock held by the funds affiliated with Alta Partners II. As a result of the Alta Partners II stock distribution on 8/20/04, the 1999 Farah Champsi Revocable Trust received 1,998 shares of Common Stock.					
	,					

				CUSIP No.	> . 766559108			Page 11 of 18 Pages
(1)	Names of Reporting Persons. SS or I.R.S. Id							
	Jean Deleage							
(2)	Check The Appropriate Box If A Member Of A	Group		(a) (b) X				
(3)	SEC Use Only							
---

	United States			
	Please see Attachment A S Shares ally Owned ch Reporting	A (5)	Sole Voting Power	29,038
 Person Wi		(6)	Shared Voting Power Please see	1,097,880 Attachment A & footnote
-		(7)	Sole Dispositive Power	29,038
-		(8)	Please see	1,097,880 Attachment A & footnote 10
 (9)	Aggregate Amount Beneficially Owned By Each			
	1,126,918 Please see Attachment A and fo		10 	
(10)	Check If The Aggregate Amount In Row (11) E	Excludes	Certain Shares*	
(11)	Percent Of Class Represented By Amount In F 5.99% Please see Attachment A	Row (11)		
(12)	Type Of Reporting Person			
	*SEE INSTRUCTION BEFORE FILLIN	NG OUT!		
<fn> Footnote  </fn>				

 10: Includes the 837,463 shares of Common 260,417 shares of Common Stock held by Alta Partners and Alta Partners II. Common Stock from the Alta Partners distribution on 8/20/04. He also hold shares of Common Stock. See Attachment | y the fur He rece and Alta ds Stoc | nds affiliated with ived 9,593 shares of a Partners II stock |  ||  |  |  |  |  |
CUSIP No.	> . 766559108			Page 12 of 18 Pages	
(1)	Names of Reporting Persons. SS or I.R.S. Id	dentific.	ation Nos of Ahove Persons		
	Garrett Gruener				
	Gailett Gluenei				
	Check The Appropriate Box If A Member Of A Group (a) (b) X				
	SEC Use Only				
	Citizenship or Place of Organization				
	United States				
Number Of Beneficia	Please see Attachment *E* E Shares ally Owned		Sole Voting Power	15,864	
	Reporting	(6)	Shared Voting Power Please see	34,723 Attachment A & footnote 11	
\_\_\_\_\_

(4) Citizenship or Place of Organization

Footnote 11: Includes Warrants to purchase 34,723 shares of Common Stock held by the funds affiliated with Alta Partners. He received 15,864 shares of Common Stock from the Alta Partners stock distribution on 8/20/04. See Attachment A.
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CUSIP No. 766559108

Page 13 of 18 Pages

~~——

(1) Names of Reporting Persons. SS or I.R.S. Identification Nos. of Above Persons
Alix Marduel

——

(2) Check The Appropriate Box If A Member Of A Group

(a)
(b) X| 50,587 Please see Attachment A and footnote 11  (10) Check If The Aggregate Amount In Row (11) Excludes Certain Shares\*  (11) Percent Of Class Represented By Amount In Row (11) 0.27% Please see Attachment A  (12) Type Of Reporting Person  IN  \*SEE INSTRUCTION BEFORE FILLING OUT!  (FN)  Footnote 11: Includes Warrants to purchase 34,723 shares of Common Stock held by the funds affiliated with Alta Partners. He received 15,864 shares of Common Stock from the Alta Partners stock distribution on 8/20/04. See Attachment A.  (/FN)  (/TABLE>  TABLE>  CAPTIONS  (II) Names of Reporting Persons. SS or I.R.S. Identification Nos. of Above Persons Alix Marduel  (2) Check The Appropriate Box If A Member Of A Group  (a) (b) X |
| --- |
| (11) Percent Of Class Represented By Amount In Row (11) 0.27% Please see Attachment A  (12) Type Of Reporting Person  IN  \*SEE INSTRUCTION BEFORE FILLING OUT!  FPN> Footnote 11: Includes Warrants to purchase 34,723 shares of Common Stock held by the funds affiliated with Alta Partners. He received 15,864 shares of Common Stock from the Alta Partners stock distribution on 8/20/04. See Attachment A. |
| 0.27% Please see Attachment A  (12) Type Of Reporting Person  IN  \*SEE INSTRUCTION BEFORE FILLING OUT!   \*FN> Footnote 11: Includes Warrants to purchase 34,723 shares of Common Stock held by the funds affiliated with Alta Partners. He received 15,864 shares of Common Stock from the Alta Partners stock distribution on 8/20/04. See Attachment A.   \*/FN>   \*/TABLE>  \*CAPTION>  CUSIP No. 766559108  CO>   (1) Names of Reporting Persons. SS or I.R.S. Identification Nos. of Above Persons  Alix Marduel   (2) Check The Appropriate Box If A Member Of A Group  (a)  (b) X |
| \*SEE INSTRUCTION BEFORE FILLING OUT!  \*FN> Footnote 11: Includes Warrants to purchase 34,723 shares of Common Stock held by the funds affiliated with Alta Partners. He received 15,864 shares of Common Stock from the Alta Partners stock distribution on 8/20/04. See Attachment A.  \*/FN>  \*/TABLE>  \*(TABLE>  \*(TABLE>  \*(CAPTION>  CUSIP No. 766559108  \*(C)   (1) Names of Reporting Persons. SS or I.R.S. Identification Nos. of Above Persons  Alix Marduel   (2) Check The Appropriate Box If A Member Of A Group  (a)  (b) X |
| \*SEE INSTRUCTION BEFORE FILLING OUT! |
| ``` FN> Footnote 11: Includes Warrants to purchase 34,723 shares of Common Stock held ``` |
| shares of Common Stock from the Alta Partners stock distribution on 8/20/04. See Attachment A. |
| ```  ``` |
| CUSIP No. 766559108 |
| (1) Names of Reporting Persons. SS or I.R.S. Identification Nos. of Above Persons  Alix Marduel  (2) Check The Appropriate Box If A Member Of A Group  (a) (b) X |
| Alix Marduel  (2) Check The Appropriate Box If A Member Of A Group  (a) (b) X |
| (b) X |
|  |
| (3) SEC Use Only |
| (4) Citizenship or Place of Organization |
| United States |
| Please see Attachment A Number Of Shares Beneficially Owned  (5) Sole Voting Power 2,378 |
| By Each Reporting |
| - (7) Sole Dispositive Power 2,378 |
| - (8) Shared Dispositive Power 1,063,157 Please see Attachment A & footnote |
| (9) Aggregate Amount Beneficially Owned By Each Reporting Person |
| 1,065,535 Please see Attachment A and Footnote 12 |
| (10) Check If The Aggregate Amount In Row (11) Excludes Certain Shares\* |~~\_\_\_\_\_\_

(11)		Represented By Amount In Please see Attachment A	Row (11)				
(12)	Type Of Reporting						
	IN						
· EMS	*SEE	E INSTRUCTION BEFORE FILL	ING OUT!				
TFN> ootnote	purchase 22 affiliated w II stock dis	e 837,463 shares of Co 25,694 shares of Common with Alta Partners II. As stribution on 8/20/04, the ed 2,378 shares of Common	n Stock a result ne Locka	held by the funds of the Alta Partners			
C/FN> C/TABLE> CTABLE>							
CAPTION :	> . 766559108				Page 14 of 18 Pages		
(S> 			<c></c>				
(1)	Names of Reportin	ng Persons. SS or I.R.S. 1	Identific	ation Nos. of Above Perso	ns		
	=						
(2)	Check The Appropr	riate Box If A Member Of A	A Group		(a) (b) X		
·							
		lace of Organization					
	United States						
 Jumber Of	- Chamag	Please see Attachment		Colo Wating Dayon	15 100		
Beneficia	ally Owned Reporting		(5)	Sole Voting Power	13,122		
erson Wi	= =		(6)	Shared Voting Power			
•			(7)	-	15,112		
-			(8)	Shared Dispositive Pow	er 34,723 ee Attachment A & footnote 13		
		Beneficially Owned By Eac					
(3)		Please see Attachment A					
(10)		regate Amount In Row (11)					
(11)		Represented By Amount In Please see Attachment A	Row (11)				
·							
(12)	Type Of Reporting						
		INSTRUCTION BEFORE FILL					

Footnote 13: Includes Warrants to purchase 34,723 shares of Common Stock held

by the funds affiliated with Alta Partners. As a result of the Alta Partners stock distribution on 8/20/04, the Nohra Living Trust received 11,442 shares of Common Stock and the Nohra 1996 Credit Trust received 3,680 shares of Common Stock.

</FN></TABLE>

Item 1.

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

1180 Veterans Boulevard South San Francisco, CA 94080

Item 2.

(a) Name of Person Filing:

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

(c) Citizenship/Place of Organization:

Entities: AΡ 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

AM United States

GN United States

United States

(d) Title of Class of Securities: Common Stock

(e) CUSIP Number: 766559108

Item 3. Not applicable.

Item 4 Ownership.

<TABLE> <CAPTION>

Please see Attachment A

		AP	AP II	ACP	ACMP	AEP	ABP II	ABMP II
<s></s>	<c></c>	<c></c>	<c></c>	<c></c>	<c></c>	<c></c>	<c></c>	<c></c>
(a)	Beneficial	1,097,880	1,097,880	1,097,880	1,097,880	1,097,880	1,097,880	1,097,880
(a)	Ownership	1,097,880	1,097,000	1,097,000	1,097,000	1,097,000	1,097,000	1,097,000
(b)	Percentage of	5.91%	5.91%	5.91%	5.91%	5.91%	5.91%	5.91%
	Class							
(c)	Sole Voting Power	-0-	-0-	-0-	-0-	-0-	-0-	-0-
(0)	BOIC VOCING TOWER	9	9	O	9	9	O	9

	Shared Voting Power	1,097,880	1,097,880	1,097,880	1,097,880	1,097,880	1,097,880	1,097,880
	Sole Dispositive Power	-0-	-0-	-0-	-0-	-0-	-0-	-0-
	Shared Dispositive Power		1,097,880	1,097,880	1,097,880	1,097,880	1,097,880	1,097,880
		AEBP II	FC	JD	GG	AM	GN	
 (a)	Beneficial Ownership	1,097,880	1,065,155	1,126,918	50,587	1,065,535	49 <b>,</b> 845	
(b)	Percentage of Class	5.91%	5.67%	5.99%	0.27%	5.67%	0.27%	
(c)	Sole Voting Power	-0-	1,998	29,038	15 <b>,</b> 864	2 <b>,</b> 378	15,122	
	Shared Voting Power	1,097,880	1,063,157	1,097,880	34 <b>,</b> 723	1,063,157	34,723	
	Sole Dispositive Power	-0-	1,998	29,038	15 <b>,</b> 864	2,378	15 <b>,</b> 122	
	Shared Dispositive Power	1,097,880	1,063,157	1,097,880	34,723	1,063,157	34 <b>,</b> 723	

</TABLE>

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.

EXHIBITS

A: Joint Filing Statement

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: August 30, 2004 <TABLE> <CAPTION> <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 /s/ Jean Deleage /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. ALTA BIOPHARMA MANAGEMENT PARTNERS II, LLC By: Alta BioPharma Management Partners II, LLC /s/ Farah Champsi Bv: /s/ Farah Champsi Farah Champsi, Managing Director Farah Champsi, Managing Director ALTA EMBARCADERO BIOPHARMA PARTNERS II, LLC /s/ Farah Champsi /s/ Alix Marduel Farah Champsi, Manager Alix Marduel /s/ Jean Deleage /s/ Guy Nohra \_\_\_\_\_ -----Jean Deleage Guy Nohra /s/ Farah Champsi /s/ Garrett Gruener \_\_\_\_\_ Garrett Gruener Farah Champsi </TABLE> EXHIBIT A AGREEMENT OF JOINT FILING Date: August 30, 2004 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> ALTA PARTNERS ALTA CALIFORNIA PARTNERS, L.P. By: Alta California Management Partners, L.P.,

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

Jean Deleage, President Jean Deleage, General Partner

/s/ Jean Deleage

Bv:

/s/ Jean Deleage

	Jean Deleage, General Partner		Jean Deleage, Member
ALTA PA	RTNERS II, INC.		
By:	/s/ Jean Deleage		
	Jean Deleage, President		
	PHARMA PARTNERS II, L.P. BioPharma Management Partners II, LLC		ALTA BIOPHARMA MANAGEMENT PARTNERS II, LLC
Ву:	/s/ Farah Champsi	By:	/s/ Farah Champsi
	Farah Champsi, Managing Director		Farah Champsi, Managing Director
ALTA EMB.	ARCADERO BIOPHARMA PARTNERS II, LLC		
By:	/s/ Farah Champsi		/s/ Alix Marduel
	Farah Champsi, Manager		Alix Marduel
	/s/ Jean Deleage		/s/ Guy Nohra
	Jean Deleage		Guy Nohra
	/s/ Garrett Gruener		/s/ Farah Champsi

 Garrett Gruener |  | Farah Champsi |Bv:

## Attachment A

Alta Partners provides investment advisory services to several venture capital funds including Alta California Partners, L.P. and Alta Embarcadero Partners, LLC. On August 20, 2004, Alta California distributed 352,434 shares of Common Stock to its general and limited partners, and Alta Embarcadero Partners, LLC distributed 8,049 shares of Common Stock to its members. As a result of the distribution, Alta California Partners, L.P. now beneficially owns Warrants to purchase 33,947 shares of Common Stock, and Alta Embarcadero Partners, LLC now beneficially owns 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.

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 August 20, 2004, Alta BioPharma Partners II, L.P. distributed 403,892 shares of Common Stock to its general and limited partners, and Alta Embarcadero BioPharma Partners II, LLC distributed 14,858 shares of Common Stock to its members. As a result of the distribution, Alta BioPharma Partners II, L.P. now beneficially owns 807,748 shares of Common Stock and Warrants to purchase 217,686 shares of Common stock, and Alta Embarcadero BioPharma Partners II, LLC now beneficially owns 29,715 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

Mr. Jean Deleage, Director, 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 807,748 shares of Common Stock beneficially owned by Alta BioPharma Partners II, L.P., and the 29,715 shares of Common Stock beneficially owned by Alta Embarcadero BioPharma Partners II, 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. As a result of the Alta Partners and Alta Partners II, Inc. stock distributions, Mr. Deleage received a total of 9,593 shares of Common Stock. He holds stock options for 19,445 shares of Common Stock: options for 8,333 shares were granted on June 30, 2004, options for 8,333 shares were granted on January 26, 2004, options for 1,667 shares were granted on June 26, 2003, options for 556 shares were granted on June 20, 2002 and options for 556 shares were granted on July 19, 2001.

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 807,748 shares of Common Stock beneficially owned by Alta BioPharma Partners II, L.P. and the 29,715 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. As a result of the Alta Partners II stock distribution on 8/20/04, the 1999 Farah Champsi Revocable Trust received 1,998 shares of Common Stock.

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## Attachment A (continued)

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. 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. Mr. Gruener received 15,864 shares from the Alta Partners stock distribution on 8/20/04.

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 807,748 shares of Common Stock beneficially owned by Alta BioPharma Partners II, L.P. and the 2,915 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. As a result of the Alta Partners II stock distribution on 8/20/04, the Lockard/Marduel Revocable Trust received 2,378 shares of Common Stock.

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.). 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. As a result of the Alta Partners stock distribution on 8/20/04, the Nohra Living Trust received 11,442 shares of Common Stock and the Nohra 1996 Credit Trust received 3,680 shares of Common Stock.

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 California Limited Liability Company.