FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

| nis | s box if no longer subject to | |
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| | C Form 1 or Form F | |

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL OMB Number: 3235-0287 Estimated average burden

hours per response:

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

18 AVENUE DE LA PORTE NEUVE

N4

(State)

L-2227

(Zip)

(Street)

(City)

LUXEMBOURG

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934

| (Last) | | (First) | (Mic | ddle) | | | | | | | | | | | | | | |
|---|---|--|---|-------------------------------|------------------------------|---------------|--------------------------------------|---|------------------------------|----------|--|---|-------------------------------------|---|--|---|---|--|
| | | Reporting Person* FERNATION | IAL SA | 1 | | | | | | | | | | | | | | |
| Warrant representing the right to buy Common Stock | \$1.7 | 01/12/2004 | | | S | | | 759,493 | 03/15/ | /2002 | 03/15/2006 | Common Stock, no par value per share | 759,493 | \$0.07 | 1,26 | 55,822 | I | The Warrants are held by Defiante Farmaceutica L.d.A. ⁽¹⁾ |
| | | | | | Code | v | (A) | (D) | Date Exerci | sable | Expiration Date | Title | Amount or Number of Shares | 3 | (Instr. | | | |
| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deem Execution if any (Month/D | n Date, | 4. Transa Code (8) | | Deri Seci Acq or D of (E | umber of vative urities uired (A) isposed b) (Instr. and 5) | 6. Date Expira (Month | tion D | | 7. Title an of Securit Underlyin Derivative (Instr. 3 a | g Security | 8. Price of Derivative Security (Instr. 5) | deriva Secur Benef Owner Follov Repor | ities icially d ving | Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | |
| | | | Table I | | | | | | | | posed of, , converti | | | Owned | | | | |
| Common ! | Stock, no pa | r value per shar | e | 01/12 | /2004 | | | | P | | 759,493 | A | \$0.644 | 759,49 | 3 | I | di by Fa | rectly held Defiante rmaceutica d.A. ⁽¹⁾ |
| Common S | Stock, no pa | r value per shar | e | | | | | | | | | | | 1,265,8 | 22 | I | ur th he D Fa L. | nares Iderlying Warrants Id by Efiante Irmaceutica d.A.(1) |
| Common ! | Stock, no pa | r value per shar | e | | | | | | | | | | | 1,756,7 | 82 | I | di by | nares rectly held Paolo avazza. ⁽¹⁾ |
| Common S | Stock, no pa | r value per shar | e | | | | | | | | | | | 1,756,7 | 81 | I | di by | nares rectly held Claudio avazza. ⁽¹⁾ |
| Common S | Stock, no pa | r value per shar | e | | | \top | | | | | | (-) | | 8,643,3 | - | D | | |
| 1. Title of S | ecurity (Instr | 3) | | 2. Transa Date (Month/D | | Ex r) if a | any | ned on Date, Day/Year) | 3. Transa Code (8) | | 4. Securities Disposed Of Amount | Acquired (f (D) (Instr. : | (A) or 3, 4 and 5) Price | 5. Amount of Securities Beneficially Owned Follo Reported Transaction (Instr. 3 and | wing s) | 6. Owner Form: Di (D) or Ind (I) (Instr. | irect Ind direct Be 4) Ov | Nature of lirect neficial vnership str. 4) |
| | | Та | ble I - N | Non-Dei | rivativ | ve S | ecur | ities Ad | cquire | d, D | isposed c | of, or Be | neficial | ly Owned | | | | |
| (City) | (Sta | ate) | (Zip) | | - | | | | | | | | | | - | | | orting Person |
| (Street) | BOURG N4 | | L-2227 | | 4. | If Ame | endme | ent, Date o | of Origin | nal File | ed (Month/Day | y/Year) | 6. Lir | , | | | (Check Aporting Pers | . |
| (Last) 18 AVEN | (Fir UE DE LA | st) PORTE NEUVI | (Middle) | | | Date o | | iest Trans | saction (| (Month | n/Day/Year) | | \dashv | below) | (give u | | below | |
| | | Reporting Person* FERNATION | IAL SA | <u>1</u> | Q | | | | | | EUTICA | LS INC | | heck all applic Directo Officer | able) r | 2 | X 10% (| |
| 1 Nome on | 1 Address of F | Deposition Devoca* | | | _ | | | 0(h) of the e and Ticl | | | Symbol | of 1940 | 15 | Relationship o | f Reno | rting Pers | on(s) to Is | suer |

| 1. Name and Address | of Bonorting Borcon* | | | | | | |
|--|----------------------|----------|--|--|--|--|--|
| | FINANZIARIA | SPA | | | | | |
| , | | | | | | | |
| (Last) | (First) | (Middle) | | | | | |
| VIA SUDAFRICA | | , | | | | | |
| 144 | | | | | | | |
| 144 | | | | | | | |
| (Street) | | | | | | | |
| ROME ITALY | | | | | | | |
| , | | | | | | | |
| (City) | (State) | (Zip) | | | | | |
| 1. Name and Address | of Reporting Person* | | | | | | |
| | ARMACEUTICA | A LDA | | | | | |
| (Last) | (First) | (Middle) | | | | | |
| RUA DOS FERRI | | (111) | | | | | |
| TOTT BOOT ETTE | 211(00,200 | | | | | | |
| (Street) | | | | | | | |
| FUNCHAL | C1 | 0000 002 | | | | | |
| MADEIRA | S1 | 9000-082 | | | | | |
| | | | | | | | |
| (City) | (State) | (Zip) | | | | | |
| 1. Name and Address <u>CAVAZZA CL</u> | | | | | | | |
| (Last) VIA SUDAFRICA | (First) | (Middle) | | | | | |
| VIA SUDAFRICA | 1 20 | | | | | | |
| (Street) | | | | | | | |
| ROME ITALY | L6 | 00000 | | | | | |
| | | | | | | | |
| (City) | (State) | (Zip) | | | | | |
| Name and Address of Reporting Person* CAVAZZA PAOLO | | | | | | | |
| | | | | | | | |
| (Last) | (First) | (Middle) | | | | | |
| VIA TESSERETE | E, 10 | | | | | | |
| | | | | | | | |
| (Street) | | | | | | | |
| LUGANO | V8 | V8 | | | | | |
| (0) | (2) | (7:) | | | | | |
| (City) | (State) | (Zip) | | | | | |
| 1. Name and Address APTAFIN S P | | | | | | | |
| (Last) | (First) | (Middle) | | | | | |
| | | | | | | | |
| VIALE SHAKESPEARE 47 | | | | | | | |
| (Stroot) | | | | | | | |
| (Street) ROME | L6 | 00144 | | | | | |
| | | | | | | | |
| (City) | (State) | (7in) | | | | | |
| (City) | (State) | (Zip) | | | | | |

Explanation of Responses:

1. Sigma-Tau Finanziaria S.p.A. owns 100% of the capital stock of Sigma-Tau International S.A. (f/k/a Sigma-Tau Finance Holding S.A.) and 58% of the capital stock of Defiante Farmaceutica L.d.A. Sigma-Tau International S.A. owns 42% of the capital stock of Defiante Farmaceutica L.d.A. Claudio Cavazza owns, directly and indirectly, 60% of Sigma-Tau Finanziaria S.p.A. and Paolo Cavazza owns, directly and indirectly, 40% of Sigma-Tau Finanziaria S.p.A. Paolo Cavazza owns, directly and indirectly, 100% of Aptafin S.p.A.

Remarks:

The 759,493 shares of Common Stock, no par value per share, were purchased from Questcor Pharmaceuticals Inc. for total consideration of \$489,113.51, consisting of \$435,949.00 in cash and the surrender of 759,493 warrants held by Defiante Farmaceutica L.d.A. (which were valued at \$53,164.51 upon surrender).

Maurizio Terenzi, Attorney-infact for Sigma-Tau International
S.A.

Maurizio Terenzi, Attorney-infact for Sigma-Tau Finanziari
S.p.A.

Maurizio Terenzi, Attorney-infact for Defiante Farmaceutica
L.D.A.

Maurizio Terenzi, Attorney-in- 01/14/2003

fact for Claudio Cavazza

<u>Maurizio Terenzi, Attorney-in-fact for Paolo Cavazza</u>

01/14/2003

Maurizio Terenzi, Attorney-infact for Aptafin S.p.A. 01/14/2003

** Signature of Reporting Person Date

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

- * 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).

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

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 Number.