

BLACK BEAR OFFSHORE MASTER FUND LTD

Form 4

April 01, 2003

	UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549			
Form 4	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(f) of the Investment Company Act of 1940		OMB APPROVAL <u>OMB</u> <u>Number:K235-0287</u> <u>Expires: December 31, 2001</u> Estimated average burden hours per response H.5	
	Check this box if no longer subject to Section 16. Form 4 or Form 3 obligations may continue. See Instruction 1(b)			
(Print or Type Responses)				
1 .Name and Address of Reporting	2. Issuer Name and Ticker or Trading Symbol Neose Technologies, Inc. (NTEC)		6. Relationship of Reporting Person(s) to Issuer	

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Person* Black Bear Offshore Master Fund Limited				(Check all applicable) _____ Director ☒ 10% Owner _____ Officer (give _____ Other (specify title below) below)				
(Last) (First) c/o CITCO Fund Services (Cayman Islands) Limited Corporate Centre, West Bay Road P.O. Box 31106-SMB	(Middle) IRS Identification Number of Reporting Person, if an entity (voluntary)	4. Statement for Month/Year March 31, 2003						
(Street) Grand Cayman, Cayman Islands	5. If Amendment, Date of Original (Month/Year)		7. Individual or Joint/Group Filing (Check Applicable Line) ☒ Form filed by One Reporting Person ☐ Form filed by More than One Reporting Person					
(City) (State) (Zip)	Table I Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned							
1. Title of Security (Instr. 4)	2. Transaction Date (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 at End of Month (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
		Code V	Amount	(A) or (D)	Price			

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Common Stock	3/28/03		P	13,500	A	\$6.97		D	
Common Stock	3/31/03	P		11,000	A	\$6.91		D 1,983,188	

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).

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a currently valid OMB control number.

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)										
1. Title of Derivative Security (Instr. 4)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (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 Securities Underlying Derivative Security (Inst. 4)	8. Date of Derivative Security (Instr. 5)			
					Date Exer-	Expiration	Title	Amount or		

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			Code	V	(A)	(D)	isable	Date		Number of Shares	

Explanation of Responses:

Black Bear Offshore Master Fund Limited ("Filer") disclaims membership in a group with any other person within the meaning of Rule 13d-5(b)(i) and Rule 16a-1(a)(1) under the Securities Exchange Act of 1934, as amended.

Dated: April 1, 2003

Black Bear Offshore Master Fund Limited

By: Eastbourne Capital Management, L.L.C.

Attorney-in-fact

By: _____
Eric M. Sippel

Chief Operating Officer

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations.
See 18 U.S.C. 1001 and 15 U.S.C. 78ff

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

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