

<b>FORM 5</b> <input type="checkbox"/> Check box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b). <input type="checkbox"/> Form 3 Holdings Reported <input type="checkbox"/> Form 4 Transactions Reported	<b>UNITED STATES SECURITIES AND EXCHANGE COMMISSION</b> Washington, D.C. 20549  <b>ANNUAL STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP</b>  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: 3235-0362 Expires: January 31, 2005 Estimated average burden hours per response... 1.0

<p>1. Name and Address of Reporting Person</p> <p><b>Cornwall      Bryan</b></p> <p>(Last)      (First)      (Middle)</p> <hr/> <p><b>6740 Top Gun Street</b></p> <p>(Street)</p> <hr/> <p><b>San Diego CA 92121</b></p> <p>(City)      (State)      (Zip)</p>	<p>2. Issuer Name <b>and</b> Ticker or Trading Symbol</p> <p><b>MacroPore Biosurgery, Inc.</b></p> <hr/> <p><b>'XMP' Frankfurt Stock Exchange</b></p> <hr/> <p>3. I.R.S. Identification Number of Reporting Person, if an entity (voluntary)</p>	<p>4. Statement for Month/Year</p> <p><b>December 31, 2002</b></p> <hr/> <p>5. If Amendment, Date of Original (Month/Year)</p>	<p>6. Relationship of Reporting Person(s) to Issuer (Check all applicable)</p> <p><input type="checkbox"/> Director <span style="float:right"><input type="checkbox"/> 10% Owner</span></p> <p><input checked="" type="checkbox"/> Officer (give title below) <span style="float:right"><input type="checkbox"/> Other (specify below)</span></p> <p><b>Vice President of Research and Technology - Bio-Materials</b></p> <hr/> <p>7. Individual or Joint/Group Reporting (check applicable line)</p> <p><input checked="" type="checkbox"/> Form Filed by One Reporting Person</p> <p><input type="checkbox"/> Form Filed by More than One Reporting Person</p>
--	--	--	--

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned
--

[illegible]

\* If the form is filed by more than one reporting person, see instruction 4(b)(v).

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)
---

[illegible]

Explanation of Responses:

(1) Employee Stock Options vest 1/48th each month from the date of grant.

/s/ **Bryan Cornwall**

\*\* Signature of Reporting Person

2/13/03

Date

\*\* 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 provided is insufficient, see Instruction 6 for procedure.

<http://www.sec.gov/divisions/corpfin/forms/form5.htm>  
Last update: 09/03/2002