# FORM 5

Check box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue.

See Instruction 1(b).

Form 3 Holdings Reported

Form 4 Transactions Reported

# UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

### ANNUAL 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(h) of the Investment Company Act of 1940

OMB APPROVAL

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			6. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
1. Name and Address of Reporting Person  Bisimis Ari (Last) (First) (Middle)	Sissuer Name and Ticker or Trading Symbol     MacroPore Biosurgery, Inc.  XMP Frankfurt Stock Exchange	4. Statement for Month/Year  December 31 2002	X Director  X Officer (give title below)  Chief Fi	10% Owner Other (specify below) inancial Officer		
6740 Top Gun Street	3. I.R.S. Identification Number of Reporting Person, if an entity (voluntary)	5. If Amendment, Date of Original (Month/Year)	7. Individual or Joint/Group Reportin (check applicable line)  X Form Filed by One Reporting Pers  Form Filed by More than One Rep	son		

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

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/ Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)  Amount (A) or (D) Price			5. Amount of Securities Beneficially Owned at the end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Owner-ship Form: Direct(D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)

<sup>\*</sup> 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)

1. Title of   Exercise   Transaction   Derivative   Price of   Date   Control   Derivative   Derivative   Control   Derivative   Derivative	3A.	Disposed of (D)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)			9. Number					
	3. Transaction Date (Month/	Deemed Execution Date, if any 4. T	4. Transaction Code (Instr. 8)	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	8. Price of Derivative Security	End of Year	10.Ownership of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
Employee Stock Options (Right to Buy)	3.09	2/08/02		A	110,000		3/08/02 (1)	2/08/12	Common Stock	110,000		420,000	D	

Explanation of Responses:

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

/s/ Ari Bisimis 02/13/03
\*\* Signature of Reporting Person 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