SECURITIES AND EXCHANGE COMMISSION WASHINGTON, D.C. 20549

SCHEDULE 13G. INFORMATION TO BE INCLUDED IN STATEMENTS FILED PURSUANT TO 13D-1(B) AND AMENDMENTS THERETO FILED PURSUANT TO 13D-2(B)

SCHEDULE 13G

Under the Securities Exchange Act of 1934 (Amendment No. 2)*

Titan Pharmaceuticals, Inc.					
(Name of Issuer)					
Common Stock					
(Title of Class of Securities)					
888314101					
(CUSIP Number)					
Check the following box if a fee is being paid with this statement. (A fee is not required only if the filing person: (1) has a previous statement on file reporting beneficial ownership of more than five percent of the class of securities described in Item 1; and (2) has filed no amendment subsequent thereto reporting beneficial ownership of five percent or less of such class.) (See Rule 13d-7.) / /					
*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior page.					
The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see Notes).					
Page 2 of 24 CUSIP No. 888314101 13G					
(1) Names of Reporting Persons. S.S. or I.R.S. Identification Nos. of Above Persons					
AMVESCAP PLC No. S.S. or I.R.S. Identification Number					
(2) Check the Appropriate Box if a Member of a Group (See Instructions) (a) // (b) /X/					

(3)

(4)

SEC Use Only

Citizenship or Place of Organization

	Number of Shares Beneficially Owned by Each Reporting Person With	(5) (6)	Shared Vo 700,0 (7)	None oting Power		
(9)	Aggregate Amount Beneficial 700,030	lly Owne	d by Each	Reporting Person		
(10)	Check if the Aggregate Amou (See Instructions)	ınt in R	ow (9) Exc	cludes Certain Shares		
(11)	Percent of Class Represente	ed by Am	ount in Ro	ow (9) 4.55%		
(12)	Type of Reporting Person (S	See Inst	ructions)			
	H.C.					
				2 6 04		
CUSIP No	. 888314101	13G		Page 3 of 24		
(1)	Names of Reporting Persons S.S. or I.R.S. Identification		of Above	Persons		
	AVZ, Inc. No. S.S. or I.R.S.	. Identi	fication N	<i>lumber</i>		
(2)	Check the Appropriate Box		(a)	Group (See Instructions) // /X/		
(3)	SEC Use Only		, ,	, ,		
(4)	Citizenship or Place of Oro	anizati	on			
\ - /	England	,				
	Number of Shares Beneficially	(5)		None		
	Owned by Each Reporting	(6)	700,0			
	Person With			Sole Dispositive Power None		
			(8)	Shared Dispositive Power 700,030		
(9)	Aggregate Amount Beneficial 700,030	lly Owne	d by Each	Reporting Person		
(10)	Check if the Aggregate Amou (See Instructions)	ınt in R	ow (9) Exc	cludes Certain Shares		
(11)	Percent of Class Represented by Amount in Row (9) 4.55%					
(12)	Type of Reporting Person (S	See Inst	ructions)			
	Н.С.					

(1)	Names of Reporting Persons. S.S. or I.R.S. Identification Nos. of Above Persons								
	A I M Management Group Inc. No. S.S. or I.R.S. Identification Number								
(2)	Check the Appropriate Box if a Member of a Group (See Instructions) (a) // (b) /X/								
(3)	SEC Use Only								
(4)	Citizenship or Place of Organization								
	England								
	Number of Shares (5) Beneficially Owned by (6) Each Reporting Person With	Sole Voting Power None Shared Voting Power 700,030 (7) Sole Dispositive Power None (8) Shared Dispositive Power 700,030							
(9)	Aggregate Amount Beneficially Owned by Each Reporting Person 700,030								
(10)	Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions) //								
(11)	Percent of Class Represented by R	Amount in Row (9) 4.55%							
(12)	Type of Reporting Person (See Ins	structions)							
	Н.С								
	H.C								
	Н.С								
CUSIP No	H.C o. 888314101 13G	Page 5 of 24							
CUSIP No	o. 888314101	-							
	o. 888314101 13G Names of Reporting Persons.	s. of Above Persons , Inc.							
	O. 888314101 13G Names of Reporting Persons. S.S. or I.R.S. Identification Nos AMVESCAP Group Services, No. S.S. or I.R.S. Ident	s. of Above Persons , Inc.							
(1)	O. 888314101 13G Names of Reporting Persons. S.S. or I.R.S. Identification Nos AMVESCAP Group Services, No. S.S. or I.R.S. Ident	s. of Above Persons Inc. tification Number ember of a Group (See Instructions) (a) //							
(1)	O. 888314101 13G Names of Reporting Persons. S.S. or I.R.S. Identification Nos AMVESCAP Group Services, No. S.S. or I.R.S. Identi Check the Appropriate Box if a Me	s. of Above Persons , Inc. tification Number ember of a Group (See Instructions) (a) // (b) /X/							
(1) (2) (3)	Names of Reporting Persons. S.S. or I.R.S. Identification Nos AMVESCAP Group Services, No. S.S. or I.R.S. Identi Check the Appropriate Box if a Me	s. of Above Persons , Inc. tification Number ember of a Group (See Instructions) (a) // (b) /X/							
(1) (2) (3)	Names of Reporting Persons. S.S. or I.R.S. Identification Nos AMVESCAP Group Services, No. S.S. or I.R.S. Identi Check the Appropriate Box if a Me	s. of Above Persons , Inc. tification Number ember of a Group (See Instructions) (a) // (b) /X/							

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(10)
         Check if the Aggregate Amount in Row (9) Excludes Certain Shares
         (See Instructions)
(11)
         Percent of Class Represented by Amount in Row (9)
                                                                 4.55%
(12)
         Type of Reporting Person (See Instructions)
         H.C.
                                                                         of
                                                                              24
                                                             Page
                                                                     6
CUSIP No. 888314101
                                    13G
(1)
         Names of Reporting Persons.
         S.S. or I.R.S. Identification Nos. of Above Persons
                  INVESCO, Inc.
                  No. S.S. or I.R.S. Identification Number
(2)
         Check the Appropriate Box if a Member of a Group (See Instructions)
                                            (a)
                                                      //
                                            (b)
                                                      /X/
(3)
         SEC Use Only
         Citizenship or Place of Organization
(4)
         England
         Number of Shares
                                     (5)
                                             Sole Voting Power
         Beneficially
                                                      None
                                             Shared Voting Power
         Owned by
                                     (6)
         Each Reporting
                                                 700,030
         Person With
                                             (7)
                                                      Sole Dispositive Power
                                             (8)
                                                      Shared Dispositive Power
                                                           700,030
(9)
         Aggregate Amount Beneficially Owned by Each Reporting Person
         Check if the Aggregate Amount in Row (9) Excludes Certain Shares
(10)
         (See Instructions)
(11)
         Percent of Class Represented by Amount in Row (9)
                                                                4.55%
(12)
         Type of Reporting Person (See Instructions)
         H.C.
                                                                        of
                                                             Page 7
                                                                           24
CUSIP No. 888314101
                                    13G
(1)
         Names of Reporting Persons.
         S.S. or I.R.S. Identification Nos. of Above Persons
                  INVESCO North American Holdings, Inc.
                  No. S.S. or I.R.S. Identification Number
(2)
         Check the Appropriate Box if a Member of a Group (See Instructions)
                                            (a)
                                                      //
                                                      /X/
                                            (b)
(3)
         SEC Use Only
(4)
         Citizenship or Place of Organization
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England

	Number of Shares Beneficially	(5)		ing Power None
	Owned by	(6)		oting Power
	Each Reporting		700,	
	Person With		(7)	Sole Dispositive Power None
			(8)	Shared Dispositive Power 700,030
(9)	Aggregate Amount Bene 700,030	eficially Owne	ed by Each	Reporting Person
(10)	Check if the Aggregat (See Instructions)	te Amount in F	Row (9) Ex	cludes Certain Shares
(11)	Percent of Class Repr	resented by An	nount in R	ow (9) 4.55%
(12)	Type of Reporting Per	rson (See Inst	ructions)	
	H.C.			
				Page 8 of 24
CUSIP No	. 888314101	13G		
(1)	Names of Reporting Pe S.S. or I.R.S. Ident:		of Above	Persons
	_	ital Managemer I.R.S. Identi		Number
(2)	Check the Appropriate	e Box if a Mem	nber of a (a) (b)	Group (See Instructions) / / /X/
(3)	SEC Use Only			
(4)	Citizenship or Place	of Organizati	on	
	England			
	Number of Shares Beneficially	(5)	Sole Vot	ing Power None
	Owned by Each Reporting	(6)	Shared V	oting Power 030
	Person With		(7)	Sole Dispositive Power None
			(8)	Shared Dispositive Power 700,030
(9)	Aggregate Amount Bene 700,030	eficially Owne	ed by Each	Reporting Person
(10)	Check if the Aggregat (See Instructions)	te Amount in R	Row (9) Ex	cludes Certain Shares
(11)	Percent of Class Repr	resented by Am	nount in R	low (9) 4.55%
(12)	Type of Reporting Per	rson (See Inst	ructions)	
	H.C.			

(9)

(1) Names of Reporting Persons. S.S. or I.R.S. Identification Nos. of Above Persons INVESCO Funds Group, Inc. No. S.S. or I.R.S. Identification Number (2) Check the Appropriate Box if a Member of a Group (See Instructions) // (a) (b) /X/ (3) SEC Use Only Citizenship or Place of Organization (4)England Number of Shares (5) Sole Voting Power Beneficially None Owned by Shared Voting Power (6) Each Reporting 700,030 Person With Sole Dispositive Power (7) None (8) Shared Dispositive Power 700,030 Aggregate Amount Beneficially Owned by Each Reporting Person (9) 700,030 (10)Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions) (11)Percent of Class Represented by Amount in Row (9) 4.55% (12)Type of Reporting Person (See Instructions) H.C. Page 10 of 24 CUSIP No. 888314101 13G (1) Names of Reporting Persons. S.S. or I.R.S. Identification Nos. of Above Persons INVESCO Management & Research, Inc. No. S.S. or I.R.S. Identification Number Check the Appropriate Box if a Member of a Group (See Instructions) (2) (a) // (b) /X/ (3) SEC Use Only (4)Citizenship or Place of Organization England Number of Shares (5) Sole Voting Power Beneficially None Shared Voting Power Owned by (6) Each Reporting 700,030 Person With (7) Sole Dispositive Power None Shared Dispositive Power (8) 700,030

Aggregate Amount Beneficially Owned by Each Reporting Person

(3)

SEC Use Only

(10)	Check if the Aggregate Amount in I	Row (9) Excludes Certain Shares //					
(11)	Percent of Class Represented by Amount in Row (9) 4.55%						
(12)	Type of Reporting Person (See Instructions)						
	H.C.						
CUSIP No	. 888314101	Page 11 of 24					
	13G						
(1)	Names of Reporting Persons. S.S. or I.R.S. Identification Nos	. of Above Persons					
	INVESCO Realty Advisers, No. S.S. or I.R.S. Ident						
(2)	Check the Appropriate Box if a Mer	mber of a Group (See Instructions) (a) //					
		(b) /X/					
(3)	SEC Use Only						
(4)	Citizenship or Place of Organizat.	ion					
	England						
	Number of Shares (5) Beneficially	Sole Voting Power None					
	Owned by (6)	Shared Voting Power 700,030					
	Each Reporting Person With	(7) Sole Dispositive Power					
		None (8) Shared Dispositive Power 700,030					
(9)	Aggregate Amount Beneficially Owned by Each Reporting Person 700,030						
(10)	Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions) //						
(11)	Percent of Class Represented by Amount in Row (9) 4.55%						
(12)	Type of Reporting Person (See Instructions)						
	H.C.						
		Page 12 of 24					
CUSIP No	. 888314101 13G						
(1)	Names of Reporting Persons. S.S. or I.R.S. Identification Nos	. of Above Persons					
	INVESCO (NY) Asset Manage No. S.S. or I.R.S. Ident:						
(2)	Check the Appropriate Box if a Mer	mber of a Group (See Instructions) (a) // (b) /X/					

(4)Citizenship or Place of Organization

England

Number of Shares (5) Sole Voting Power Beneficially None (6) Shared Voting Power Owned by

Each Reporting

Person With

Sole Dispositive Power

700,030

None

(8) Shared Dispositive Power 700,030

- (9) Aggregate Amount Beneficially Owned by Each Reporting Person 700,030
- Check if the Aggregate Amount in Row (9) Excludes Certain Shares (10)(See Instructions)
- (11)Percent of Class Represented by Amount in Row (9) 4.55%
- (12)Type of Reporting Person (See Instructions) H.C.

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ITEM 1 (a) NAME OF ISSUER:

Titan Pharmaceuticals, Inc.

ITEM 1 (b) ADDRESS OF ISSUER'S PRINCIPAL EXECUTIVE OFFICES:

400 Oyster Point Blvd., #505 South San Francisco, CA 94080

ITEM 2 (a) NAME OF PERSON(S) FILING:

AMVESCAP PLC

ITEM 2(b) ADDRESS OF PRINCIPAL BUSINESS OFFICE OR, IF NONE, RESIDENCE:

11 Devonshire Square 1315 Peachtree Street, N.E. London EC2M 4YR Atlanta, Georgia 30309 England

ITEM 2 (c) CITIZENSHIP:

Organized under the laws of England

ITEM 2 (d) TITLE OF CLASS OF SECURITIES

Common Stock

ITEM 2 (e) CUSIP NUMBER: 888314101

3 IF THIS STATEMENT IS FILED PURSUANT TO RULES 13D-1(B) OR 13D-2(B), Item CHECK WHETHER THE PERSON FILING IS A:

(a) / / Broker or Dealer registered under Section 15 of the Act. (b) / / Bank as defined in Section 3(a)(6) of the Act. (c) / / Insurance Company as defined in Section 3(a)(19) of the Act. (d) / / Investment Company registered under Section 8 of the Investment

Company Act.

- // Investment Adviser registered under Section 203 of the Investment (e) Advisers Act of 1940.
- (f) / / Employee Benefit Plan, Pension Fund which is subject to provisions of Employee Retirement Income Security Act of 1974 or Endowment Fund; see Rule 13d-1(b)(1)(ii)(F).
- (g) /X/ Parent Holding Company in accordance with Rule 13d-1(b)(ii)(G). (h) //

ITEM 4 (a) - (c) OWNERSHIP: Page 14 of 24 The information in items 1 and 5-11 on the cover pages (pp 2-6) of this statement on Schedule 13G is hereby incorporated by reference.

The reporting persons expressly declare that the filing of this statement on Schedule 13G shall not be construed as an admission that they are, for the purposes of Section 13(d) or 13(g) of the Securities and Exchange Act of 1934, the beneficial owners of any securities covered by this statement. 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 The reporting persons hold the securities covered by this report on behalf of other persons who have the right to receive or the power to direct the receipt of dividends from, or the proceeds from the sale of such securities. The interest of any such persons does not exceed 5% of the class of securities. ITEM 7 IDENTIFICATION AND CLASSIFICATION OF THE SUBSIDIARIES WHICH ACQUIRED THE SECURITY BEING REPORTED ON BY THE PARENT HOLDING COMPANY:

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X AVZ, Inc. - holding company in accordance with
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---- Rule 13d-1(b)(ii)(G)

AIM Management Group Inc. - holding company in accordance with Rule

- ---- 13d-1(b)(ii)(G)

X AMVESCAP Group Services, Inc. - holding company in accordance with Rule ---- 13d 1(b)(ii)(G)

X INVESCO, Inc. - holding company in accordance with Rule

- ---- 13d-1(b)(ii)(G)

X INVESCO North American Holdings, Inc. - holding company also

- --- in accordance with Rule 13d-1(b)(ii)(G)

INVESCO Capital Management, Inc. - investment adviser registered under

- --- Section 203 of the Investment Advisers Act of 1940.

X INVESCO Funds Group, Inc. - investment adviser registered under ---- Section 203 of the Investment Advisers Act of 1940.

INVESCO Management & Research, Inc. - investment adviser

- --- registered under Section 203 of the Investment Advisers Act of 1940.
 INVESCO Realty Advisors, Inc. investment adviser
- --- registered under Section 203 of the Investment Advisers Act of 1940 INVESCO (NY) Asset Management, Inc. holding company in accordance --- with Rule 13d-1(b)(ii)(G)
- INVESCO MIM Management Limited investment adviser organized ---- in England.

INVESCO Asset Management Limited - investment adviser organized in ---- England.

Subsidiaries not indicated with (X) have acquired no shares of security being reported on.

ITEM 8 IDENTIFICATION AND CLASSIFICATION OF MEMBERS OF A GROUP. Not applicable.

ITEM 9 NOTICE OF DISSOLUTION OF GROUP.

Not applicable.

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ITEM 10 CERTIFICATION:

By signing below, I certify that, to the best of my knowledge and belief, the securities referred to above were acquired in the ordinary course of business and were not acquired for the purpose of and do not have the effect of changing or influencing the control of the issuer of such securities and were not acquired in connection with or as a participant in any transaction having such purposes or effect.

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)
/s/ Michael Perman
Michael Perman, as Company Secretary for MNVESCAP PLC

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ITEM 10 CERTIFICATION:

By signing below, I certify that, to the best of my knowledge and belief, the securities referred to above were acquired in the ordinary course of business and were not acquired for the purpose of and do not have the effect of changing or influencing the control of the issuer of such securities and were not acquired in connection with or as a participant in any transaction having such purposes or effect.

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.

/s/ David A. Hartley

David A. Hartley, as Company Secretary for each AVZ, Inc. and AMVESCAP Group Services, Inc.

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ITEM 10 CERTIFICATION:

By signing below, I certify that, to the best of my knowledge and belief, the securities referred to above were acquired in the ordinary course of business and were not acquired for the purpose of and do not have the effect of changing or influencing the control of the issuer of such securities and were not acquired in connection with or as a participant in any transaction having such purposes or effect.

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)

/s/ Carol F. Relihan

- -----

Carol F. Relihan

Vice President, Secretary and General Counsel A I M Management Group Inc.

ITEM 10 CERTIFICATION:

By signing below, I certify that, to the best of my knowledge and belief, the securities referred to above were acquired in the ordinary course of business and were not acquired for the purpose of and do not have the effect of changing or influencing the control of the issuer of such securities and were not acquired in connection with or as a participant in any transaction having such purposes or effect.

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.

/s/ Deborah A. Lamb
------Deborah A. Lamb, Director of Compliance

ITEM 10 CERTIFICATION:

INVESCO, Inc.

By signing below, I certify that, to the best of my knowledge and belief, the securities referred to above were acquired in the ordinary course of business and were not acquired for the purpose of and do not have the effect of changing or influencing the control of the issuer of such securities and were not acquired in connection with or as a participant in any transaction having such purposes or effect.

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)

/s/ Frank J. Keeler

Erank I Vooler Cogretary

Frank J. Keeler, Secretary
INVESCO North American Holdings, Inc.

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ITEM 10 CERTIFICATION:

By signing below, I certify that, to the best of my knowledge and belief, the securities referred to above were acquired in the ordinary course of business and were not acquired for the purpose of and do not have the effect of changing or influencing the control of the issuer of such securities and were not acquired in connection with or as a participant in any transaction having such purposes or effect.

Aftei	re	easonable	inqui	ry and	to	the	best of i	my	kno	wledge	and i	beli	ief,	I certify
that	the	informatio	n set	forth	in	this	stateme	nt	is	true,	compl	ete	and	correct.

(Date)

/s/ Deborah A. Lamb

Deborah A. Lamb, Director of Compliance INVESCO Capital Management, Inc.

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ITEM 10 CERTIFICATION:

By signing below, I certify that, to the best of my knowledge and belief, the securities referred to above were acquired in the ordinary course of business and were not acquired for the purpose of and do not have the effect of changing or influencing the control of the issuer of such securities and were not acquired in connection with or as a participant in any transaction having such purposes or effect.

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)

/s/ Glen Payne

Glen Payne, Sr. Vice President and General Counsel INVESCO Funds Group, Inc.

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ITEM 10 CERTIFICATION:

By signing below, I certify that, to the best of my knowledge and belief, the securities referred to above were acquired in the ordinary course of business and were not acquired for the purpose of and do not have the effect of changing or influencing the control of the issuer of such securities and were not acquired in connection with or as a participant in any transaction having such purposes or effect.

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)

Deborah A. Lamb, Assistant Secretary INVESCO Management & Research, Inc.

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ITEM 10 CERTIFICATION:

By signing below, I certify that, to the best of my knowledge and belief, the securities referred to above were acquired in the ordinary course of business and were not acquired for the purpose of and do not have the effect of changing or influencing the control of the issuer of such securities and were not acquired in connection with or as a participant in any transaction having such purposes or effect.

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)						
/s/ Deborah A. Lamb						
Deborah A. Lamb, Assistant Secretary						
TRUEGGO Desiles Administra						

INVESCO Realty Advisers, Inc.

Page 24 of 24

ITEM 10 CERTIFICATION:

By signing below, I certify that, to the best of my knowledge and belief, the securities referred to above were acquired in the ordinary course of business and were not acquired for the purpose of and do not have the effect of changing or influencing the control of the issuer of such securities and were not acquired in connection with or as a participant in any transaction having such purposes or effect.

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)	
/s/ Roberta Moore	
Roberta Moore INVESCO (NY) Asset Management,	Inc.