

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

SCHEDULE 13G
(RULE 13d-102)

INFORMATION TO BE INCLUDED IN STATEMENTS FILED PURSUANT
TO RULES 13d-1(b) (c) AND (d) AND AMENDMENTS THERE TO BE FILED
PURSUANT TO 13d-2(b)

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

TITAN PHARMACEUTICALS, INC

(Name of Issuer)

COMMON STOCK

(Title of Class of Securities)

888314 10 1

(CUSIP Number)

JANUARY 22, 1999

(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this
Schedule is filed:

/ / Rule 13d-1(b)

/X/ Rule 13d-1(c)

/ / Rule 13d-1(d)

* 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 cover 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 the Notes).

CUSIP No. 888314 10 1

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(1) Names of Reporting Persons.

BIOTECHNOLOGY VALUE FUND, L.P.

I.R.S. Identification Nos. of above persons (entities only).

(2) Check the Appropriate Box if a Member (a) /X/
of a Group (See Instructions) (b) / /

(3) SEC Use Only

(4) Citizenship or Place of Organization

DELAWARE

Number of Shares Beneficially Owned by Each Reporting Person With: (5) Sole Voting Power 0 (6) Shared Voting Power 578,648 (7) Sole Dispositive Power 0 (8) Shared Dispositive Power 578,648

(9) Aggregate Amount Beneficially Owned by Each Reporting Person 578,648

(10) Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions)* / /

(11) Percent of Class Represented by Amount in Row (9) 4.4%

(12) Type of Reporting Person (See Instructions) PN

* SEE INSTRUCTIONS BEFORE FILLING OUT!

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(1) Names of Reporting Persons. BVF PARTNERS L.P. I.R.S. Identification Nos. of above persons (entities only).

(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 DELAWARE

Number of Shares Beneficially Owned by Each Reporting Person With: (5) Sole Voting Power 0 (6) Shared Voting Power 1,114,648 (7) Sole Dispositive Power 0 (8) Shared Dispositive Power 1,114,648

(9) Aggregate Amount Beneficially Owned by Each Reporting Person 1,114,648

(10) Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions)* / /

(11) Percent of Class Represented by Amount in Row (9) 8.4%

(12) Type of Reporting Person (See Instructions) PN

* SEE INSTRUCTIONS BEFORE FILLING OUT!

(1) Names of Reporting Persons.

BVF INC.

I.R.S. Identification Nos. of above persons (entities only).

(2) Check the Appropriate Box if a Member (a) /X/
of a Group (See Instructions) (b) / /

(3) SEC Use Only

(4) Citizenship or Place of Organization

DELAWARE

Number of Shares
Beneficially

(5) Sole Voting Power
0

Owned by
Each Reporting
Person With:

(6) Shared Voting Power
1,114,648

(7) Sole Dispositive Power
0

(8) Shared Dispositive Power
1,114,648

(9) Aggregate Amount Beneficially Owned by Each Reporting Person
1,114,648

(10) Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See
Instructions)* / /

(11) Percent of Class Represented by Amount in Row (9)
8.4%

(12) Type of Reporting Person (See Instructions)
IA, CO

* SEE INSTRUCTIONS BEFORE FILLING OUT!

ITEM 1.

(a) Name of Issuer

Titan Pharmaceuticals, Inc. ("Titan")

(b) Address of Issuer's Principal Executive Offices

400 Oyster Point Boulevard, Suite 505
San Francisco, CA 94080

ITEM 2.

(a) Name of Person Filing

This schedule is being filed on behalf of the following persons*:

- (i) Biotechnology Value Fund, L.P. ("BVF")
- (ii) BVF Partners L.P. ("Partners")
- (iii) BVF Inc. ("BVF Inc.")

* Attached as Exhibit A is a copy of an agreement among the
persons filing (as specified hereinabove) that this Schedule

13G is being filed on behalf of each of them.

(b) Address of Principal Business Office or, if none, Residence

The principal business office of the persons comprising the group filing this Schedule 13G is located at 227 West Monroe Street, Suite 4800, Chicago, Illinois 60606.

(c) Citizenship

BVF: a Delaware limited partnership
Partners: a Delaware limited partnership
BVF Inc.: a Delaware corporation

(d) Title of Class of Securities

Common Stock, par value \$.001 per share.

(e) CUSIP Number

888314 10 1

ITEM 3. IF THIS STATEMENT IS FILED PURSUANT TO RULE 13d-1(c), CHECK THIS BOX /X/

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ITEM 4. OWNERSHIP

The information in items 1 and 5 through 11 on the cover pages (pp. 2-5) on Schedule 13G is hereby incorporated by reference.

ITEM 5. OWNERSHIP OF FIVE PERCENT OR LESS OF A CLASS

If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than five percent of the class of securities check the following. / /

ITEM 6. OWNERSHIP OF MORE THAN FIVE PERCENT ON BEHALF OF ANOTHER PERSON

BVF shares voting and dispositive power over the shares of the common stock it beneficially owns with Partners. Partners and BVF Inc. share voting and dispositive power over the shares of the common stock they beneficially own with, in addition to BVF, certain managed accounts on whose behalf Partners, as investment manager, purchased such shares. None of the managed accounts individually owns more than 5% of the common stock of Titan.

ITEM 7. IDENTIFICATION AND CLASSIFICATION OF THE SUBSIDIARY WHICH ACQUIRED THE SECURITY BEING REPORTED ON BY THE PARENT HOLDING COMPANY

Not applicable.

ITEM 8. IDENTIFICATION AND CLASSIFICATION OF MEMBERS OF THE GROUP

Not applicable.

ITEM 9. NOTICE OF DISSOLUTION OF GROUP

Not applicable.

ITEM 10. CERTIFICATION

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

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.

Dated: February 9, 1999

BIOTECHNOLOGY VALUE FUND, L.P.

By: BVF Partners L.P., its general partner

By: BVF Inc., its general partner

By: /s/ Mark N. Lampert

Mark N. Lampert
President

BVF PARTNERS L.P.

By: BVF Inc., its general partner

By: /s/ Mark N. Lampert

Mark N. Lampert
President

BVF INC.

By: /s/ Mark N. Lampert

Mark N. Lampert
President

EXHIBIT A

AGREEMENT REGARDING JOINT FILING

The undersigned, Biotechnology Value Fund, L.P., a Delaware limited partnership, and BVF Partners L.P., a Delaware limited partnership, and BVF Inc., a Delaware corporation, hereby agree and acknowledge that the information required by Schedule 13G, to which this Agreement is attached as an exhibit, is filed on behalf of each of them. The undersigned further agree that any amendments or supplements thereto shall also be filed on behalf of each of them.

Dated: February 9, 1999

BIOTECHNOLOGY VALUE FUND, L.P.

By: BVF Partners L.P., its general partner

By: BVF Inc., its general partner

By: /s/ Mark N. Lampert

Mark N. Lampert
President

BVF PARTNERS L.P.

By: BVF Inc., its general partner

By: /s/ Mark N. Lampert

Mark N. Lampert
President

BVF INC.

By: /s/ Mark N. Lampert

Mark N. Lampert
President