

## INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person Rubin Marc	2. Date of Event Requiring Statement (Month/Day/Year) 03/15/2010	3. Issuer Name <b>and</b> Ticker or Trading Symbol TITAN PHARMACEUTICALS INC [TTNP:PK]
(Last) (First) (Middle) 400 OYSTER POINT BLVD., SUITE 505	4. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) <b>Executive Chairman</b>	5. If Amendment, Date Original Filed(Month/Day/Year)
(Street) SO. SAN FRANCISCO, CA 94080		6. Individual or Joint/Group Filing(Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person
(City) (State) (Zip)	<b>Table I - Non-Derivative Securities Beneficially Owned</b>	

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock, \$0.001 par value per share	375,000	D	

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

SEC 1473 (7-02)

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

**Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
Option to Purchase Common Stock	10/01/2007	10/01/2017	Common Stock	437,500	\$ 2.4	D	
Option to Purchase Common Stock	05/30/2008	05/30/2018	Common Stock	7,500	\$ 1.52	D	
Option to Purchase Common Stock	05/17/2009	05/17/2019	Common Stock	100,000	\$ 0.79	D	
Option to Purchase Common Stock	(1)	05/17/2019	Common Stock	15,000	\$ 0.79	D	
Option to Purchase Common Stock	(2)	05/17/2019	Common Stock	900,000	\$ 0.79	D	

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other

Rubin Marc 400 OYSTER POINT BLVD. SUITE 505 SO. SAN FRANCISCO, CA 94080	X	Executive Chairman
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## Signatures

/s/ Marc Rubin		03/15/2010
<small>**Signature of Reporting Person</small>		<small>Date</small>

## Explanation of Responses:

\* If the form is filed by more than one reporting person, *see* Instruction 5(b)(v).

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

(1) These options vest in 12 equal monthly installments beginning on May 17, 2009.

(2) 250,000 options were fully vested on the grant date with the balance of the options vesting in 48 equal monthly installments beginning on May 17, 2009.

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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