## FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

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1. This is the aggregate number of shares of common stock issued to Dr. Dixon upon the exercise of the Common Stock Right described in further detail on Table II, and is qualified under Rule 16b-3(d).

2. Securities granted by Enzon Pharmaceuticals, Inc. ("Enzon") pursuant to Enzon's 2001 Incentive Stock Plan as compensation for service as an Independent Director during the quarter ended March 31, 2003 and qualified under Rule 16b-3(d). The value of the compensation was \$5,500. Each Common Stock Right is exchangeable for one share of common stock or cash with the price per right being \$11.35, the fair market value of Enzon's common stock on March 31, 2003. On March 31, 2004, Dr. Dixon elected to receive cash for 50% of the rights.

3. 1-for-1

4. Securities granted by Enzon Pharmaceuticals, Inc. ("Enzon") pursuant to Enzon's 2001 Incentive Stock Plan as compensation for service as an Independent Director during the quarter ended June 30, 2003 and qualified under Rule 16b-3(d). The value of the compensation was \$4,500. Each Common Stock Right is exchangeable for one share of common stock or cash with the price per right being \$12.55, the fair market value of Enzon's common stock on June 30, 2003. On March 31, 2004, Dr. Dixon elected to receive cash for 50% of the rights.

5. Securities granted by Enzon Pharmaceuticals, Inc. ("Enzon") pursuant to Enzon's 2001 Incentive Stock Plan as compensation for service as an Independent Director during the quarter ended September 30, 2003 and qualified under Rule 16b-3(d). The value of the compensation was \$3,500. Each Common Stock Right is exchangeable for one share of common stock or cash with the price per right being \$11.64, the fair market value of Enzon's common stock on September 30, 2003. On March 31, 2004, Dr. Dixon elected to receive cash for 50% of the rights.

6. Securities granted by Enzon Pharmaceuticals, Inc. ("Enzon") pursuant to Enzon's 2001 Incentive Stock Plan as compensation for service as an Independent Director during the quarter ended December 31, 2003 and qualified under Rule 16b-3(d). The value of the compensation was \$3,500. Each Common Stock Right is exchangeable for one share of common stock or cash with the price per right being \$11.97, the fair market value of Enzon's common stock on December 31, 2003. On March 31, 2004, Dr. Dixon elected to receive cash for 50% of the rights.

/s/ Kenneth J. Zuerblis (Attorney-in-fact)

03/31/2004

\*\* Signature of Reporting Person Date

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

 $^{\ast}$  If the form is filed by more than one reporting person, see Instruction 4 (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).

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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