PRICE MICHAEL DENNIS

Form 4

Common

Stock

11/21/2008

November 25, 2008

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549								OMB APPROVAL				
								OMB Number:	3235-0287			
	Check this box							Expires:	January 31,			
subject to Section 10	if no longer subject to Section 16. Form 4 or STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP SECURITIES						NERSHIP OF	Estimated average burden hours per response 0.5				
may conti	Form 5 obligations may continue. See Instruction 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											
(Print or Type R	desponses)											
1. Name and A PRICE MIC	Symbol	•				5. Relationship of Reporting Person(s) to Issuer						
			NOVEN PHARMACEUTICALS INC [NOVN]					(Check all applicable)				
(Last)	(First) (M	iddle) 3. Date of (Month/D	f Earliest Tr Day/Year)	ansaction				title 10% Owner Other (specify				
C/O NOVEN PHARMAC INC., 11960		11/21/2	-				below) VP and Cl	below) nief Financial C	Officer			
	(Street)		4. If Amendment, Date Original Filed(Month/Day/Year)				6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting					
MIAMI, FL	33186						Person		.porumg			
(City)	(State) (Zip) Tabl	e I - Non-D	erivative S	Secur	ities Aco	quired, Disposed o	f, or Beneficial	lly Owned			
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	on Date, if Transaction Code			d of	Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)				
C			Code V	Amount		Price	(Instr. 3 and 4)					
Common Stock (\$.0001 par value)	11/21/2008		P	3,219	A	\$ 9.29	18,219	D				
Common Stock (\$.0001 par value)	11/21/2008		P	4,281	A	\$ 9.41	22,500	D				
~	4.4.10.4.10.00.0					4						

2,500 A

P

25,000

D

\$

9.45

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(\$.0001 par value)

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

Persons who respond to the collection of SEC 1474 information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

(9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transactic Code (Instr. 8)	5. orNumber of Derivativ Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	5	ate	7. Titl Amou Under Secur (Instr.	ınt of rlying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Owne Follo Repo Trans (Instr
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Reporting Owners

Relationships Reporting Owner Name / Address

> Director 10% Owner Officer Other

PRICE MICHAEL DENNIS C/O NOVEN PHARMACEUTICALS, INC. 11960 SW 144TH ST. MIAMI, FL 33186

VP and Chief Financial Officer

Signatures

/s/ Michael D.

Price 11/24/2008 **Signature of Date Reporting Person

Explanation of Responses:

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

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