

INDEVUS PHARMACEUTICALS INC
 Form 4
 December 08, 2008

FORM 4

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

OMB APPROVAL

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

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 Responses)

1. Name and Address of Reporting Person *
RITTER DALE

2. Issuer Name and Ticker or Trading Symbol
INDEVUS PHARMACEUTICALS INC [IDEV]

5. Relationship of Reporting Person(s) to Issuer
 (Check all applicable)

(Last) (First) (Middle)
INDEVUS PHARMACEUTICALS, INC, 33 HAYDEN AVENUE
 (Street)

3. Date of Earliest Transaction
 (Month/Day/Year)
12/04/2008

____ Director
 Officer (give title below) _____ 10% Owner
 _____ Other (specify below)
Senior Vice President, Finance

LEXINGTON, MA 02421

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | 5. Amount of Securities Beneficially Owned Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Ownership Indirect Beneficial Ownership (Instr. 4) | | |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|-----|-------|
| | | | | (A) or (D) | Code | V | Amount | (D) | Price |

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

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SEC 1474 (9-02)

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

| 1. Title of Derivative | 2. Conversion | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if | 4. Transaction | 5. Number of Derivative | 6. Date Exercisable and Expiration Date | 7. Title and Amount Underlying Securities |
|------------------------|---------------|--------------------------------------|-------------------------------|----------------|-------------------------|---|---|
|------------------------|---------------|--------------------------------------|-------------------------------|----------------|-------------------------|---|---|

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| Security (Instr. 3) | or Exercise Price of Derivative Security | any (Month/Day/Year) | Code (Instr. 8) | Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | (Month/Day/Year) | (Instr. 3 and 4) | | | | |
|-----------------------------|--|----------------------|------------------|---|------------------|------------------|------------------|-----------------|--|----------------------------|
| | | | Code | V | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| Stock Option (Right to Buy) | \$ 3.56 | 12/04/2008 | D ⁽¹⁾ | | | 45,000 | ⁽²⁾ | 06/10/2009 | Common Stock, \$.001 par value per share | 45,000 |
| Stock Option (Right to Buy) | \$ 3.56 | 12/04/2008 | A ⁽¹⁾ | | 45,000 | | ⁽³⁾ | 06/10/2010 | Common Stock, \$.001 par value per share | 45,000 |
| Stock Option (Right to Buy) | \$ 6.19 | 12/04/2008 | D ⁽¹⁾ | | | 45,000 | ⁽²⁾ | 06/10/2009 | Common Stock, \$.001 par value per share | 45,000 |
| Stock Option (Right to Buy) | \$ 6.19 | 12/04/2008 | A ⁽¹⁾ | | 45,000 | | ⁽³⁾ | 06/10/2010 | Common Stock, \$.001 par value per share | 45,000 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|-----------------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| RITTER DALE INDEVUS PHARMACEUTICALS, INC 33 HAYDEN AVENUE LEXINGTON, MA 02421 | | | Senior Vice President, Finance | |

Signatures

DALE RITTER 12/08/2008

**Signature of Reporting Person

Date

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).

(1)

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All of the reported transactions involved the amendment of outstanding stock options to extend the respective expiration dates from 6/10/2009 to 6/10/2010; such extensions are considered by the Securities and Exchange Commission to be cancellations of the current stock options.

- (2) Prior to the extension of the current stock option, such stock option was fully exercisable.
- (3) This stock option is fully exercisable as of the date of this report.

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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