

Todisco Michael
Form 4
May 13, 2011

FORM 4

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

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 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

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
Todisco Michael

2. Issuer Name **and** Ticker or Trading
Symbol
DUSA PHARMACEUTICALS INC
[DUSA]

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)

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

____ Director ____ 10% Owner
X Officer (give title below) ____ Other (specify below)

Vice President, Controller

C/O DUSA PHARMACEUTICALS,
INC., 25 UPTON DRIVE

(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
Person

WILMINGTON, MA 01887

(City) (State) (Zip)

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 Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price		
Common Stock	05/12/2011		M		27,800	A	\$ 1.22	126,742	D
Common Stock	05/12/2011		S		100	D	\$ 5.9405	126,642	D
Common Stock	05/12/2011		S		300	D	\$ 5.94	126,342	D
Common Stock	05/12/2011		S		5,000	D	\$ 5.9352	121,342	D
Common Stock	05/12/2011		S		1,100	D	\$ 5.93	120,242	D

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Common Stock	05/12/2011	S	300	D	\$ 5.91	119,942	D
Common Stock	05/12/2011	S	2,500	D	\$ 5.9099	117,442	D
Common Stock	05/12/2011	S	5,000	D	\$ 5.9074	112,442	D
Common Stock	05/12/2011	S	5,000	D	\$ 5.9067	107,442	D
Common Stock	05/12/2011	S	5,000	D	\$ 5.9013	102,442	D
Common Stock	05/12/2011	S	3,000	D	\$ 5.9009	99,442	D
Common Stock	05/12/2011	S	500	D	\$ 5.89	98,942	D

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

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(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. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Security (Instr. 3 and 4)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Non-Qualified Stock Option	\$ 1.22	05/12/2011		M		27,800		03/13/2010	03/13/2016	Common Stock	27,800

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
Todisco Michael C/O DUSA PHARMACEUTICALS, INC. 25 UPTON DRIVE	Vice President, Controller

WILMINGTON, MA 01887

Signatures

/s/ Michael

Todisco

05/13/2011

__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).

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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