

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

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

OMB APPROVAL	
OMB Number:	3235-0287
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1. Name and Address of Reporting Person* <u>SHERWIN STEPHEN A</u> (Last) (First) (Middle) <u>C/O BIOSANTE PHARMACEUTICALS, INC.</u> <u>111 BARCLAY BOULEVARD</u> (Street) <u>LINCOLNSHIRE IL</u> <u>60069</u> (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>BIOSANTE PHARMACEUTICALS INC [bpax]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) <u>10/14/2009</u>	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	

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	10/14/2009		A		86,760	A	(1)	86,760	D	

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 Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date						Title
Stock Option (right to buy)	\$10.07	10/14/2009		A		10,101		(2)	02/06/2018	Common Stock	10,101	(3)	10,101	D	
Stock Option (right to buy)	\$10.07	10/14/2009		A		58,448		(2)	02/06/2018	Common Stock	58,448	(4)	58,448	D	
Stock Option (right to buy)	\$16.8	10/14/2009		A		5,074		(5)	02/07/2017	Common Stock	5,074	(6)	5,074	D	
Stock Option (right to buy)	\$16.8	10/14/2009		A		13,205		(5)	02/07/2017	Common Stock	13,205	(7)	13,205	D	
Stock Option (right to buy)	\$33.21	10/14/2009		A		3,406		(8)	02/07/2016	Common Stock	3,406	(9)	3,406	D	
Stock Option (right to buy)	\$33.21	10/14/2009		A		7,561		(8)	02/07/2016	Common Stock	7,561	(10)	7,561	D	
Stock Option (right to buy)	\$36.82	10/14/2009		A		18,325		(11)	02/03/2015	Common Stock	18,325	(12)	18,325	D	
Stock Option (right to buy)	\$36.82	10/14/2009		A		2,239		(11)	02/03/2015	Common Stock	2,239	(13)	2,239	D	
Stock Option (right to buy)	\$1.82	10/14/2009		A		15,000		(14)	10/13/2019	Common Stock	15,000	\$0	15,000	D	

Explanation of Responses:

- Received in exchange for 474,621 shares of Cell Genesys, Inc. ("Cell Genesys") common stock in connection with the merger of Cell Genesys with and into BioSante (the "Merger"). Each share of the reporting person's Cell Genesys shares was exchanged for 0.1828 of a share of BioSante common stock in connection with the Merger.
- Options granted on February 6, 2008. Vesting occurs over a period of four years in a series of forty-eight (48) successive, equal monthly installments beginning on the grant date.

3. Received in the Merger in exchange for an employee stock option to acquire 55,260 shares of Cell Genesys common stock for an exercise price of \$1.84 per share.
4. Received in the Merger in exchange for an employee stock option to acquire 319,740 shares of Cell Genesys common stock for an exercise price of \$1.84 per share.
5. Options granted on February 7, 2007. Vesting occurs over a period of four years in a series of forty-eight (48) successive, equal monthly installments beginning on the grant date.
6. Received in the Merger in exchange for an employee stock option to acquire 27,761 shares of Cell Genesys common stock for an exercise price of \$3.07 per share.
7. Received in the Merger in exchange for an employee stock option to acquire 72,239 shares of Cell Genesys common stock for an exercise price of \$3.07 per share.
8. Options granted on February 7, 2006. Vesting occurs over a period of four years in a series of forty-eight (48) successive, equal monthly installments beginning on the grant date.
9. Received in the Merger in exchange for an employee stock option to acquire 18,633 shares of Cell Genesys common stock for an exercise price of \$6.07 per share.
10. Received in the Merger in exchange for an employee stock option to acquire 41,367 shares of Cell Genesys common stock for an exercise price of \$6.07 per share.
11. Options granted on February 3, 2005. Vesting occurs over a period of four years in a series of forty-eight (48) successive, equal monthly installments beginning on the grant date.
12. Received in the Merger in exchange for an employee stock option to acquire 100,248 shares of Cell Genesys common stock for an exercise price of \$6.73 per share.
13. Received in the Merger in exchange for an employee stock option to acquire 12,252 shares of Cell Genesys common stock for an exercise price of \$6.73 per share.
14. Option granted on October 14, 2009. Vesting occurs in four equal yearly installments, with the first installment becoming exercisable on the one-year anniversary of the grant date.

/s/ Phillip B. Donenberg,
attorney-in-fact

10/14/2009

** Signature of Reporting Person

Date

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

* 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.

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 Number.