

WORTZMAN MITCHELL S
 Form 4
 November 27, 2012

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
 Expires: January 31, 2015
 Estimated average burden hours per response... 0.5

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

(Print or Type Responses)

1. Name and Address of Reporting Person *
WORTZMAN MITCHELL S

2. Issuer Name and Ticker or Trading Symbol
MEDICIS PHARMACEUTICAL CORP [MRX]

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

(Last) (First) (Middle)
7720 N. DOBSON RD.
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
11/26/2012

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

SCOTTSDALE, AZ 85256

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

(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 or Price | | |
| Common Stock | 11/26/2012 | | M | | 3,424 A \$ 29.2 | 207,414 | D |
| Common Stock | 11/26/2012 | | M | | 59,576 A \$ 29.2 | 266,990 | D |
| Common Stock | 11/26/2012 | | M | | 63,000 A \$ 38.45 | 329,990 | D |
| Common Stock | 11/26/2012 | | M | | 28,500 A \$ 32.41 | 358,490 | D |
| Common Stock | 11/26/2012 | | S | | 154,500 (1) D \$ 43.245 | 203,990 | D |

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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 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 Securities (Instr. 3 and 4) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|
| | | | | Code | V (A) (D) | Date Exercisable Expiration Date | Title Amount or Number of Shares |
| Employee Stock Option | \$ 29.2 | 11/26/2012 | | M | 3,424 | 07/31/2008 07/31/2013 | Common Stock 3,424 |
| Employee Stock Option | \$ 29.2 | 11/26/2012 | | M | 59,576 | 07/31/2005 07/31/2013 | Common Stock 59,576 |
| Employee Stock Option | \$ 38.45 | 11/26/2012 | | M | 63,000 | 07/16/2005 07/16/2014 | Common Stock 63,000 |
| Employee Stock Option | \$ 32.41 | 11/26/2012 | | M | 28,500 | 07/21/2006 07/21/2015 | Common Stock 28,500 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| WORTZMAN MITCHELL S 7720 N. DOBSON RD. SCOTTSDALE, AZ 85256 | | | EVP | |

Signatures

Mitchell S
Wortzman PhD 11/27/2012

**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).

Stock option exercises and sale of shares transactions were made pursuant to a Rule 10b5-1 trading plan entered into on August 17, 2012. The price reported for the sale of shares in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices

(1) ranging from \$43.118 to \$43.31, inclusive. The reporting person undertakes to provide to the Issuer, any security holder of the Issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in this Form 4.

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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