

GLOBUS KENNETH H
Form 4
November 25, 2009

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 *
GLOBUS KENNETH H

(Last) (First) (Middle)

C/O UNITED-GUARDIAN, INC., 230 MARCUS BLVD., P.O. BOX 18050

(Street)

HAUPPAUGE, NY 11788

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
UNITED GUARDIAN INC [UG]

3. Date of Earliest Transaction (Month/Day/Year)
11/25/2009

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

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 Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| | | | | (A) or (D) Code V Amount (D) Price | | | |
| Common Stock | 11/20/2009 | | S ⁽¹⁾ | 2,500 D \$ 10.9 | 2,025,293 | I | Various - see footnote 2 ⁽²⁾ |
| Common Stock | 11/23/2009 | | S ⁽¹⁾ | 1,900 D \$ 10.75 | 2,023,393 | I | Various - see footnote 3 ⁽³⁾ |
| Common Stock | 11/23/2009 | | S ⁽¹⁾ | 600 D \$ 10.68 | 2,022,793 | I | Various - see footnote 4 |

(4)

| | | | | | | | |
|--------------|------------|---|-------|---|----------|---------|---|
| Common Stock | 11/23/2009 | S | 1,000 | D | \$ 10.65 | 923,293 | D |
| Common Stock | 11/23/2009 | S | 500 | D | \$ 10.6 | 922,793 | D |
| Common Stock | 11/24/2009 | S | 500 | D | \$ 10.61 | 922,293 | D |

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

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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) | 8. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Beneficially Owned Following Transaction (Instr. 3 and 4) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|-----------|-------|
| | Director | 10% Owner | Officer | Other |
| GLOBUS KENNETH H C/O UNITED-GUARDIAN, INC. 230 MARCUS BLVD., P.O. BOX 18050 HAUPPAUGE, NY 11788 | X | X | President | |

Signatures

Kenneth H.
Globus 11/25/2009

**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) Sale by wife

Indirect beneficial ownership consists of the following: 760,000 shares as co-trustee under the Alfred Globus Testamentary Trust 74,500

(2) shares by wife 77,000 shares as Trustee for Julie Globus 77,000 shares as Trustee for Lisa Globus 77,000 shares as Trustee for Lisa Goldberg 35,500 shares as Trustee for Ilana Goldberg

Indirect beneficial ownership consists of the following: 760,000 shares as co-trustee under the Alfred Globus Testamentary Trust 72,600

(3) shares by wife 77,000 shares as Trustee for Julie Globus 77,000 shares as Trustee for Lisa Globus 77,000 shares as Trustee for Lisa Goldberg 35,500 shares as Trustee for Ilana Goldberg

Indirect beneficial ownership consists of the following: 760,000 shares as co-trustee under the Alfred Globus Testamentary Trust 72,000

(4) shares by wife 77,000 shares as Trustee for Julie Globus 77,000 shares as Trustee for Lisa Globus 77,000 shares as Trustee for Lisa Goldberg 35,500 shares as Trustee for Ilana Goldberg

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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