

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

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, Section 17(a) of the Public Utility
Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* John Dragoon 404 Wyman Street, Suite 500 Waltham MA 02451	2. Issuer Name and Ticker or Trading Symbol Novell, Inc. [NOVL]	5. Relationship of Reporting Person(s) to Issuer (check all applicable) ___ Director ___ 10% Owner _X_ Officer (give title below) ___ Other (specify below) Sr VP & Chief Mktg Officer
	3. Date of Earliest Transaction Required to be Reported (Month/Day/Year) 01/30/2009	
	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

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

1. Title of Security (Instr. 3)	2. Transaction Date (mm/dd/yy)	2A. Deemed Execution Date, if any (mm/dd/yy)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, & 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3, & 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			

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).

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 control number.

Form 4 (cont.)
Name and Address of Reporting Person
John Dragoon
404 Wyman Street, Suite 500
Waltham MA 02451

Issuer Name and Ticker or Trading Symbol
Novell, Inc. [NOVL]

Period Of Report
01/30/2009

**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 (mm/dd/yy)	3A. Deemed Execution Date, if any (mm/dd/yy)	4. Transaction Code (Instr. 8)		5. No. of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, & 5)		6. Date Exercisable and Expiration Date (mm/dd/yy)		7. Title and Amount of Underlying Securities (Instr. 3 & 4)		8. Price of Derivative Security (Instr. 5)	9. No. of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3, & 4)	10. Ownership Form of Derivative Securities: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Phantom Stock (1)	(2)	01/30/2009		A		6,756.757		(1)	(1)	Common Stock	6,756.757	\$3.70	6,756.757	D	
Phantom Stock (3)	(2)	01/30/2009		A		1,689.189		(3)	(3)	Common Stock	1,689.189	\$0	1,689.189	D	

Explanation of Responses:

- (1) - On January 30, 2009, the reporting person acquired 6,756.757 units of phantom stock under the Novell, Inc. Stock-based Deferred Compensation Plan at a price of \$3.70 per unit in lieu of a bonus payment of \$25,000. The units of phantom stock will be converted into an equal number of shares of Novell common stock upon the reporting person's termination of service with the company.
- (2) - Each unit of phantom stock is the economic equivalent of one share of Novell common stock. Fractional units will be rounded up to a whole number of shares.
- (3) - In connection with the acquisition of the units of phantom stock referenced in footnote (1) above, the issuer issued the reporting person 1,689.189 match units of phantom stock according to the terms of the Novell, Inc. Stock-based Deferred Compensation Plan. Should the reporting person remain with the company until January 1, 2015, the units of phantom stock will be converted into an equal number of shares of Novell common stock upon the reporting person's termination of service from the company. Should the reporting person's service with the company terminate prior to January 1, 2015, the units of phantom stock will be forfeited.

By: /s/ Elspeth Grant Pruett/Attorney-in-fact
**Signature of Reporting Person

3/23/2009
Date