

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2005
Estimated average burden
hours per response. . . . 0.5

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

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

(Print or Type Responses)

1. Name and Address of Reporting Person* Poduska, Sr., John W. (Last) (First) (Middle) 404 Wyman Street, Suite 500 (Street) Waltham, MA 02451 (City) (State) (Zip) USA	2. Issuer Name and Ticker or Trading Symbol Novell, Inc. NOVL 3. Date of Earliest Transaction Required to be Reported (Month/Day/Year) 12/20/2008 4. If Amendment, Date Original Filed (Month/Day/Year)	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) 6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person
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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	12/20/2008		M		1,733	A	(1)	118,571	D	
Common Stock	12/20/2008		M		433	A	(2)	119,004	D	
Common Stock	12/20/2008		M		1,692	A	(3)	120,696	D	
Common Stock	12/20/2008		M		423	A	(4)	121,119	D	
Common Stock	12/20/2008		M		1,644	A	(5)	122,763	D	
Common Stock	12/20/2008		M		411	A	(6)	123,174	D	
Common Stock	12/20/2008		M		1,312	A	(7)	124,486	D	
Common Stock	12/20/2008		M		328	A	(8)	124,814	D	

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).

Potential persons who are to 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.

(Over)
SEC 1474 (06-03)

FORM 4 (continued)

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 Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: 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				
Common Stock Equivalent (1)	(9)	12/20/2008		M		1,733		12/20/2008	12/20/2008	Common Stock	1,733	\$5.77	0	D	
Common Stock Equivalent (2)	(9)	12/20/2008		M		433		12/20/2008	12/20/2008	Common Stock	433	\$0.00	0	D	
Common Stock Equivalent (3)	(9)	12/20/2008		M		1,692		12/20/2008	12/20/2008	Common Stock	1,692	\$5.91	0	D	
Common Stock Equivalent (4)	(9)	12/20/2008		M		423		12/20/2008	12/20/2008	Common Stock	423	\$0.00	0	D	
Common Stock Equivalent (5)	(9)	12/20/2008		M		1,644		12/20/2008	12/20/2008	Common Stock	1,644	\$6.08	0	D	
Common Stock Equivalent (6)	(9)	12/20/2008		M		411		12/20/2008	12/20/2008	Common Stock	411	\$0.00	0	D	
Common Stock Equivalent (7)	(9)	12/20/2008		M		1,312		12/20/2008	12/20/2008	Common Stock	1,312	\$7.62	0	D	
Common Stock Equivalent (8)	(9)	12/20/2008		M		328		12/20/2008	12/20/2008	Common Stock	328	\$0.00	0	D	

Explanation of Responses:

See attached statement

12/23/2008

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations.
See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

** Signature of Reporting Person
/s/ Elspeth Grant Pruett/Attorney-in-fact
John W. Poduska, Sr.

Date

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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Poduska, Sr., John W.
404 Wyman Street, Suite 500
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USA

Explanation of responses:

- (1) On February 1, 2005, the reporting person acquired 1,733 common stock equivalents under Novell's 2000 Stock Plan at a price of \$5.77 per common stock equivalent in lieu of a Board retainer of \$10,000. Pursuant to the election of the reporting person, such common stock equivalents vested on December 20, 2008.
- (2) In connection with the acquisition of the common stock equivalents referenced in footnote (1) above, on February 1, 2005 the issuer issued the reporting person 433 match common stock equivalents that, according to the terms of the Novell's 2000 Stock Plan and pursuant to the election of the reporting person, vested on December 20, 2008.
- (3) On May 2, 2005, the reporting person acquired 1,692 common stock equivalents under Novell's 2000 Stock Plan at a price of \$5.91 per common stock equivalent in lieu of a Board retainer of \$10,000. Pursuant to the election of the reporting person, such common stock equivalents vested on December 20, 2008.
- (4) In connection with the acquisition of the common stock equivalents referenced in footnote (3) above, on May 2, 2005 the issuer issued the reporting person 423 match common stock equivalents that, according to the terms of the Novell's 2000 Stock Plan and pursuant to the election of the reporting person, vested on December 20, 2008.
- (5) On August 1, 2005, the reporting person acquired 1,644 common stock equivalents under Novell's 2000 Stock Plan at a price of \$6.08 per common stock equivalent in lieu of a Board retainer of \$10,000. Pursuant to the election of the reporting person, such common stock equivalents vested on December 20, 2008.
- (6) In connection with the acquisition of the common stock equivalents referenced in footnote (5) above, on August 1, 2005 the issuer issued the reporting person 411 match common stock equivalents that, according to the terms of the Novell's 2000 Stock Plan and pursuant to the election of the reporting person, vested on December 20, 2008.
- (7) On November 1, 2005, the reporting person acquired 1,312 common stock equivalents under Novell's 2000 Stock Plan at a price of \$7.62 per common stock equivalent in lieu of a Board retainer of \$10,000. Pursuant to the election of the reporting person, such common stock equivalents vested on December 20, 2008.
- (8) In connection with the acquisition of the common stock equivalents referenced in footnote (7) above, on November 1, 2005 the issuer issued the reporting person 328 match common stock equivalents that, according to the terms of the Novell's 2000 Stock Plan and pursuant to the election of the reporting person, vested on December 20, 2008.
- (9) Each common stock equivalent is the economic equivalent of one share of Novell common stock. On December 20, 2008, the reporting person's common stock equivalents were settled for an equal number of shares of Novell common stock in accordance with the Novell's 2000 Stock Plan.