DEPOMED INC Form SC 13G/A February 06, 2015

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

SCHEDULE 13G/A Under the Securities Exchange Act of 1934 (Amendment No. 4)*

DEPOMED, INC

(Name of Issuer)

Common Stock

(Title of Class of Securities)

249908104

(CUSIP Number)

12/31/2014

(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

/	Х	/	Rule	13d-1(b)
/		/	Rule	13d-1(c)
/		/	Rule	13d-1(d)

*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of thatsection of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

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.

CUSIP No. 249908104

Names of Reporting Persons.

 I.R.S. Identification Nos. of above persons (entities only).

 INGALLS & SNYDER, LLC

13-5156620

Check th (a)	ne Appropriate Box if a Membe	er of a Group		
(b)				
SEC Use				
Citizens	ship or Place of Organization	n		
New York				
Sole	e Voting Power	0		
Shar	red Voting Power	0		
Sole	e Dispositive Power	0		
Shar	red Dispositive	750		
Shares		w (9) Excludes Certain		
Percent of Class Represented by Amount in Row (9)				
0.0%				
Type of Reporting Person				
BD,IA				
(a)	Name of Issuer			
(a)	Name of Issuer DEPOMED, INC.			
	<pre>(a) (b) SEC Use Citizens New York of Shares Sole Shar Sole Shar Aggregat 750 Check if Shares Percent 0.0% Type of BD,IA</pre>	(b) SEC Use Only Citizenship or Place of Organization New York 		

1360 O'BRIEN DRIVE MENLO PARK, CA 94025

_____ Item 2. (a) Name of Persons Filing INGALLS & SNYDER, LLC _____ (b) Address of Principal Business Office or, if none, Residence 1325 AVENUE OF THE AMERICAS, NEW YORK, NY 10019 _____ _____ (C) Citizenship NEW YORK _____ (d) Title of Class of Securities COMMON STOCK _____ (e) CUSIP Number 249908104 _____ Item 3. This statement is filed pursuant to Rule 13d-1(b), and the Person Filing is a: (a) [X] Broker or dealer registered under section 15 of the Act (15 U.S.C. 78o); (e) [X] An investment adviser in accordance with section 240.13d-1(b)(1)(ii)(E); Item 4. Ownership (a) Amount beneficially owned: 750 (b) Percent of Class: 0.0% (c) Number of shares as to which such person has: (i) sole power to vote or to direct the vote: 0 (ii) shared power to vote or to direct the vote: Ω (iii) sole power to dispose or to direct the disposition of: 0 (iv) shared power to dispose or to direct the disposition of:

750

Item 5. Ownership of Five Percent or Less of a Class

If this statement is being filed to report the face that as of the date hereof the reporting person has ceased to be the beneficialowner of more than five percent of the class of securities, check the following [x].

INAPPLICABLE

Item 6. Ownership of More than Five Percent on Behalf of Another Person

Ingalls & Snyder, LLC ("I&S") is a registered broker dealer and a registered investment advisor. Shares reported under shared dispositive power include shares held in accounts managed under investment advisory contracts.

Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on by the Parent Holding Company

Not applicable.

Item 8. Identification and Classification of Members of the Group

Not applicable.

Item 9. Notice of Dissolution of Group

Not applicable.

Item 10. Certification

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were acquired and are held in the ordinary course of business and were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

February 5, 2015

Date

INGALLS & SNYDER, LLC

By: /s/ Thomas O. Boucher, Jr.

Thomas O. Boucher, Jr. Manager