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

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**POST-EFFECTIVE AMENDMENT NO. 1  
TO  
FORM S-3**

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**REGISTRATION STATEMENT UNDER  
THE SECURITIES ACT OF 1933**

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**CADENCE PHARMACEUTICALS, INC.**

(Exact name of registrant as specified in its charter)

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**Delaware**  
(State or other jurisdiction of  
incorporation or organization)

**41-2142317**  
(I.R.S. Employer  
Identification Number)

**12481 High Bluff Drive, Suite 200  
San Diego, CA 92130  
(858) 436-1400**

(Address, including zip code, and telephone number, including area code, of registrant's principal executive offices)

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**Theodore R. Schroeder  
President and Chief Executive Officer  
Cadence Pharmaceuticals, Inc.  
12481 High Bluff Drive, Suite 200  
San Diego, CA 92130  
(858) 436-1400**

(Name, address, including zip code, and telephone number, including area code, of agent for service)

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**Copies to:**

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12481 High Bluff Drive, Suite 200  
San Diego, CA 92130  
(858) 436-1400**

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**Approximate date of commencement of proposed sale to the public:** From time to time after the effective date of this registration statement.

If the only securities being registered on this form are being offered pursuant to dividend or interest reinvestment plans, please check the following box.

If any of the securities being registered on this form are to be offered on a delayed or continuous basis pursuant to Rule 415 under the Securities Act of 1933, other than securities offered only in connection with dividend or interest reinvestment plans, check the following box.

If this Form is filed to register additional securities for an offering pursuant to Rule 462(b) under the Securities Act of 1933, please check the following box and list the Securities Act registration statement number of the earlier effective registration statement for the same offering.

If this Form is a post-effective amendment filed pursuant to Rule 462(c) under the Securities Act of 1933, check the following box and list the Securities Act registration statement number of the earlier effective registration statement for the same offering.

If this Form is a registration statement pursuant to General Instruction I.D. or a post-effective amendment thereto that shall become effective upon filing with the Commission pursuant to Rule 462(e) under the Securities Act, check the following box.

If this Form is a post-effective amendment to a registration statement filed pursuant to General Instruction I.D. filed to register additional securities or additional classes of securities pursuant to Rule 413(b) under the Securities Act, check the following box.

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer or a smaller reporting company. See definition of "large accelerated filer," "accelerated filer" and "smaller reporting company" in Rule 12b-2 of the Exchange Act (check one):

Large accelerated filer

Non-accelerated filer (Do not check if a smaller reporting company)

Accelerated filer

Smaller reporting company



## DEREGISTRATION OF SECURITIES

On November 30, 2007, Cadence Pharmaceuticals, Inc., or Cadence, filed with the Securities and Exchange Commission, or the Commission, a registration statement on Form S-3 (Registration No. 333-147721), or the Common Stock Registration Statement, which registered \$100,000,000 of common stock and was subsequently declared effective by the Commission on December 11, 2007. In February 2008, the Company issued 9,240,307 shares of its common stock at a purchase price of \$5.34 per share in a registered direct offering pursuant to the Common Stock Registration Statement. The registered direct offering raised gross proceeds of \$49,343,239.

On September 4, 2009, Cadence filed with the Securities and Exchange Commission a registration statement on Form S-3 (Registration No. 333-161756), or the Universal Shelf Registration Statement, which registered \$100,000,000 of debt securities, preferred stock, common stock, debt warrants and equity warrants and was subsequently declared effective by the Commission on September 17, 2009. The offering contemplated by the Common Stock Registration Statement has terminated by virtue of the declaration of effectiveness of the Universal Shelf Registration Statement which Cadence filed as a replacement for the Common Stock Registration Statement. Accordingly, pursuant to an undertaking made in Item 17 of the Common Stock Registration Statement, Cadence hereby files this Post-Effective Amendment No. 1 to the Common Stock Registration Statement to deregister all of the remaining shares of common stock originally registered by the Common Stock Registration Statement.

