

RYAN STEPHEN J
Form 4
August 07, 2012

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 *
RYAN STEPHEN J

2. Issuer Name and Ticker or Trading Symbol
ALLERGAN INC [AGN]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
2525 DUPONT DRIVE
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
08/03/2012

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

IRVINE, CA 92612
(City) (State) (Zip)

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

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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock	08/03/2012		M		5,000	A	\$ 36.85
Common Stock	08/03/2012		M		5,000	A	\$ 45.885
Common Stock	08/03/2012		M		5,000	A	\$ 36.49
Common Stock	08/03/2012		S		15,000	D	\$ 86.5037 <u>(1)</u>
Common Stock	08/06/2012		M		9,000	A	\$ 51.715

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Common Stock	08/06/2012	M	6,900	A	\$ 54.32	64,351.819	D
Common Stock	08/06/2012	S	15,900	D	\$ 85.4672 (2)	48,451.819	D
Common Stock	08/07/2012	M	4,500	A	\$ 54.32	52,951.819	D
Common Stock	08/07/2012	M	11,400	A	\$ 46.66	64,351.819	D
Common Stock	08/07/2012	S	15,900	D	\$ 85.3452 (3)	48,451.819	D

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

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(9-02)

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 Security (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount or Number of S
Nonemployee Director Stock Option (Right to Buy)	\$ 36.85	08/03/2012		M	5,000	04/25/2004 04/24/2013	Common Stock 5,000
Nonemployee Director Stock Option (Right to Buy)	\$ 45.88	08/03/2012		M	5,000	04/28/2005 04/28/2014	Common Stock 5,000
Nonemployee Director Stock Option (Right to Buy)	\$ 36.49	08/03/2012		M	5,000	04/26/2006 04/26/2015	Common Stock 5,000
Nonemployee Director Stock	\$ 51.71	08/06/2012		M	9,000	05/02/2007 05/02/2016	Common Stock 9,000

Option (Right to Buy)

Nonemployee Director Stock Option (Right to Buy)	\$ 54.32	08/06/2012	M	6,900	(4)	05/06/2018	Common Stock	6,900
Nonemployee Director Stock Option (Right to Buy)	\$ 54.32	08/07/2012	M	4,500	(4)	05/06/2018	Common Stock	4,500
Nonemployee Director Stock Option (Right to Buy)	\$ 46.66	08/07/2012	M	11,400	(5)	04/30/2019	Common Stock	11,400

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
RYAN STEPHEN J 2525 DUPONT DRIVE IRVINE, CA 92612	X			

Signatures

/s/ Matthew J. Maletta, Attorney-in-Fact for Stephen J. Ryan 08/07/2012

__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) The price reported in Column 4 is the weighted average price. These shares were sold in multiple transactions at prices ranging from \$86.4375 to \$86.5700, inclusive. The reporting person undertakes to provide Allergan, Inc., any securities holder of Allergan, Inc., or the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each price within the range set forth in this footnote.

(2) The price reported in Column 4 is the weighted average price. These shares were sold in multiple transactions at prices ranging from \$85.1500 to \$85.6100, inclusive. The reporting person undertakes to provide Allergan, Inc., any securities holder of Allergan, Inc., or the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each price within the range set forth in this footnote.

(3) The price reported in Column 4 is the weighted average price. These shares were sold in multiple transactions at prices ranging from \$85.0700 to \$85.6700, inclusive. The reporting person undertakes to provide Allergan, Inc., any securities holder of Allergan, Inc., or the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each price within the range set forth in this footnote.

(4) Option is fully vested and exercisable upon the earlier to occur (i) the first anniversary of the grant date, or (ii) the annual meeting held during such calendar year at which one or more members of the board are standing for re-election following the date of grant.

(5) Option is fully vested and exercisable upon the earlier to occur (i) the first anniversary of the grant date, or (ii) the annual meeting held during such calendar year at which one or more members of the board are standing for re-election following the date of grant.

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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