

ALLERGAN INC
Form 4
February 19, 2014

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 *
INGRAM DOUGLAS S

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

IRVINE, CA 92612

(City) (State) (Zip)

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

3. Date of Earliest Transaction
(Month/Day/Year)
02/14/2014

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

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 (D) Price			
Common Stock	02/14/2014		M	84,000 A \$ 55.975	85,057.76	D ⁽¹⁾	
Common Stock	02/14/2014		S	84,000 D \$ 124.398	1,057.76	D ⁽¹⁾	
Common Stock	02/14/2014		F	13 D \$ 124.57	1,044.76	D ⁽¹⁾	
Common Stock					2,673.4502	I	By 401(k) Trust ⁽⁴⁾
Common Stock					3,612.026	I	By Esop Trust ⁽⁵⁾

Common Stock	22,772 ⁽⁶⁾	I	By Family Trust
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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 Securities (Instr. 3 and 4)	
				Code	V (A) (D)	Date Exercisable Expiration Date	Title	Amount or Number of Shares
Employee Stock Option (Right to Buy)	\$ 55.975	02/14/2014		M	84,000	<u>(7)</u> 02/06/2016	Common Stock	84,000

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
INGRAM DOUGLAS S 2525 DUPONT DRIVE IRVINE, CA 92612	President

Signatures

/s/ Matthew J. Maletta, attorney-in-fact for Douglas S. Ingram	02/18/2014
**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) Includes shares acquired under the Allergan, Inc. Dividend Reinvestment Plan.

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- The price reported in Column 4 is the weighted average price. These shares were sold in multiple transactions at prices ranging from \$124.25 to \$124.64, inclusive. The reporting person undertakes to provide Allergan, Inc., any security holder of Allergan, Inc., or the staff of the Securities and Exchange Commission, upon request, the full information regarding the number of shares sold at each price within the range set forth in this footnote.
- (2)
 - (3) Exempt disposition to the issuer, effective 2/14/2014, of a number of shares determined to be sufficient to satisfy tax withholding obligations resulting from the lapse of restrictions of an exempt award of 517 shares of restricted stock units granted on 2/17/2012.
 - (4) Shares allocated to reporting person's SIP account as of reporting date.
 - (5) Shares allocated to the reporting person's ESOP account as of reporting date.
 - (6) Shares held by the Ingram Family Trust established September 16, 2003, of which the Reporting person and his spouse are each trustees.
 - (7) The option becomes exercisable in four equal annual installments beginning February 6, 2007.

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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