

ALLERGAN INC
Form 4
March 31, 2006

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

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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 *
BARLOW JAMES F

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)
03/29/2006

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
SR. VP, Corp. Controller (PAO)

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 Ownership (Instr. 4)
				(A) or (D) Code V Amount Price			
Common Stock					309.8	I	By ESOP Trust
Common Stock	03/29/2006		M	5,553 A \$ 64.79	10,871	D	
Common Stock	03/29/2006		S	5,553 D \$ 109	5,318	D	
Common Stock	03/29/2006		M	4,200 A \$ 60.25	9,518	D	
Common Stock	03/29/2006		S	4,200 D \$ 109	5,318	D	

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Common Stock	03/29/2006	M	850	A	\$ 72.3	6,168	D	
Common Stock	03/29/2006	S	850	D	\$ 109	5,318	D	
Common Stock						351.47	I	By 401(k) Trust

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

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SEC 1474
(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)	Amount or Number of Shares
Employee Stock Option (Right to Buy)	\$ 64.79	03/29/2006		M	5,553	04/24/2003 ⁽¹⁾ 04/23/2012	Common Stock	5,553
Employee Stock Option (Right to Buy)	\$ 60.25	03/29/2006		M	4,200	⁽²⁾ 01/30/2013	Common Stock	4,200
Employee Stock Option (Right to Buy)	\$ 72.3	03/29/2006		M	850	⁽³⁾ 02/08/2015	Common Stock	850

Reporting Owners

Reporting Owner Name / Address

Relationships

Reporting Owners

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Director 10% Owner Officer

Other

BARLOW JAMES F
2525 DUPONT DRIVE
IRVINE, CA 92612

SR. VP, Corp. Controller (PAO)

Signatures

By: Matthew J. Maletta,
Attorney-in-Fact

03/31/2006

__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) Nonqualified stock option granted 4/24/02 under the issuer's incentive compensation plan, which option vested ratably over 4 years from the date of grant.
 - (2) Nonqualified stock option granted 1/31/03 under the issuer's incentive compensation plan, which option vested ratably over 4 years from the date of grant.
 - (3) The option becomes exercisable in four equal annual installments beginning February 9, 2006.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. 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 number.