

EDWARDS JEFFREY L
Form 4
May 10, 2013

FORM 4

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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 *
EDWARDS JEFFREY L

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)
05/08/2013

____ Director
 Officer (give title below) _____ Other (specify below)
EVP, Fin & Bus. Dev., CFO

IRVINE, CA 92612

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

(City) (State) (Zip)

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 Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock	05/08/2013		M		24,000	A	\$ 55.975
Common Stock	05/08/2013		M		19,900	A	\$ 58.55
Common Stock	05/08/2013		S		43,900	D	\$ 103.2854 (1)
Common Stock	05/09/2013		M		40,100	A	\$ 58.55
Common Stock	05/09/2013		S		40,100	D	\$ 103.7227

(2)

Common Stock	1,004.9509	I	By 401(k) Trust
Common Stock	2,657.3568	I	By Esop Trust

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	05/08/2013		M	24,000	<u>(3)</u> 02/06/2016	Common Stock 24,000
Employee Stock Option (Right to Buy)	\$ 58.55	05/08/2013		M	19,900	<u>(4)</u> 02/02/2017	Common Stock 19,900
Employee Stock Option (Right to Buy)	\$ 58.55	05/09/2013		M	40,100	<u>(4)</u> 02/02/2017	Common Stock 40,100

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

EDWARDS JEFFREY L
2525 DUPONT DRIVE
IRVINE, CA 92612

EVP, Fin & Bus. Dev., CFO

Signatures

/s/ Matthew J. Maletta, attorney-in-fact for Jeffrey L.
Edwards

05/10/2013

__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 \$103.2250 to \$103.3650, inclusive. The reporting person undertakes to provide Allergan, Inc., any security holder of Allergan, Inc., or the staff of the Securities 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) The price reported in column 4 is the weighted average price. These shares were sold in multiple transactions at prices ranging from \$103.06 to \$104.25, inclusive. The reporting person undertakes to provide Allergan, Inc., any security holder of Allergan, Inc., or the staff of the Securities Exchange Commission, upon request, the full information regarding the number of shares sold at each price within the range set forth in this footnote.

(3) The option becomes exercisable in four equal annual installments beginning February 7, 2007.

(4) The option becomes exercisable in four equal annual installments beginning February 2, 2008.

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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