

INGRAM DOUGLAS S
Form 4
November 04, 2009

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 *
INGRAM DOUGLAS S

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)
11/03/2009

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
EVP, CAO and Secretary

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 Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-------------------------------------------------------------------|-----------------------------------------------------------------------------------------------|----------------------------------------------------------|-------------------------------------------------------|
| | | | Code | V Amount (A) or (D) Price | | | |
| Common Stock | 11/03/2009 | | M | 41,520 A \$ 20.5622 | 60,715.105 | D | |
| Common Stock | 11/03/2009 | | M | 18,684 A \$ 26.1317 | 79,399.105 | D | |
| Common Stock | 11/03/2009 | | S | 56,891 D \$ 56.3119 | 22,508.105 | D | |
| Common Stock | 11/03/2009 | | S | 3,313 D \$ 56.5973 | 19,195.105 (1) | D | |
| Common Stock | | | | | 2,642.2543 (2) | I | By 401(k) Trust |

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Common Stock 3,569.9116 ⁽³⁾ I By Esop Trust

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

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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) | \$ 20.5622 | 11/03/2009 | | M | 41,520 | ⁽⁴⁾ 12/10/2009 | Common Stock | 41,520 |
| Employee Stock Option (Right to Buy) | \$ 26.1317 | 11/03/2009 | | M | 18,684 | ⁽⁵⁾ 01/24/2010 | Common Stock | 18,684 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|-----------------------------------------------------------|---------------|-----------|------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| INGRAM DOUGLAS S 2525 DUPONT DRIVE IRVINE, CA 92612 | | | EVP, CAO and Secretary | |

Signatures

/s/ Matthew J. Maletta, attorney-in-fact for Douglas S. Ingram 11/04/2009

**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.
- (2) Shares allocated to reporting person's SIP account as of reporting date.
- (3) Shares allocated to the reporting person's ESOP account as of reporting date.
- (4) Nonqualified stock option granted 12/10/1999 under issuer's ICP, which option vests ratably over 4 years from the date of grant.
- (5) Nonqualified stock option granted 1/24/2000 under issuer's ICP, which option vests ratably over 4 years from 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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