

GALLAGHER MICHAEL R
Form 4
November 28, 2012

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 *
GALLAGHER MICHAEL R

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)
11/26/2012

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 Ownership (Instr. 4)			
			Code	V	Amount	(A) or (D)	Price			
Common Stock	11/19/2012		G	V	47,700	A	①	47,700	I	By Gallagher Family Trust ②
Common Stock	11/19/2012		G	V	47,700	D	①	17,500	D	
Common Stock	11/20/2012		G	V	8,700	D	\$ 0	8,800	D	
Common Stock	11/26/2012		S		4,700	D	\$ 91.2036 ③	43,000	I	By Gallagher Family Trust ②

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Common Stock	11/27/2012	S	11,802	D	\$ <u>(4)</u>	31,198	I	By Gallagher Family Trust <u>(2)</u>
Common Stock	11/27/2012	M	5,000	A	\$ 45.885	13,800	D	
Common Stock	11/27/2012	M	5,000	A	\$ 36.49	18,800	D	
Common Stock	11/27/2012	M	10,632	A	\$ 46.66	29,432	D	
Common Stock	11/27/2012	S	20,632	D	\$ <u>(5)</u>	8,800	D	
Common Stock	11/28/2012	M	768	A	\$ 46.66	9,568	D	
Common Stock	11/28/2012	M	9,000	A	\$ 51.715	18,568	D	
Common Stock	11/28/2012	S	9,768	D	\$ <u>(6)</u>	8,800	D	
Common Stock	11/28/2012	S	3,598	D	\$ <u>(7)</u>	27,600	I	By Gallagher Family Trust <u>(2)</u>

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
	\$ 45.885	11/27/2012		M	5,000	04/28/2005	04/28/2014

Option Type	Exercise Price	Grant Date	Expiration Date	Quantity	Acquired	Terminated	Common Stock	Quantity
Nonemployee Director Stock Option (Right to Buy)							Common Stock	
Nonemployee Director Stock Option (Right to Buy)	\$ 36.49	11/27/2012		5,000	04/26/2006	04/26/2015	Common Stock	5,000
Nonemployee Director Stock Option (Right to Buy)	\$ 46.66	11/27/2012		10,632	(8)	04/30/2019	Common Stock	10,632
Nonemployee Director Stock Option (Right to Buy)	\$ 46.66	11/28/2012		768	(8)	04/30/2019	Common Stock	768
Nonemployee Director Stock Option (Right to Buy)	\$ 51.715	11/28/2012		9,000	05/02/2007	05/02/2016	Common Stock	9,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
GALLAGHER MICHAEL R 2525 DUPONT DRIVE IRVINE, CA 92612	X			

Signatures

/s/ Matthew J. Maletta, Attorney-in-Fact for Michael R. Gallagher 11/28/2012

__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) Transfer of 47,700 shares held directly by the reporting person to the Gallagher Family Trust.

(2) Shares held by the Gallagher Family Trust. Reporting Person is trustee of the Gallagher Family Trust.

(3) The price reported in Column 4 is the weighted average price. These shares were sold in multiple transactions at prices ranging from \$91.00 to \$91.42, 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, full information regarding the number of shares sold at each price within the range set forth in this footnote.

(4) The price reported in Column 4 is the weighted average price. These shares were sold in multiple transactions at prices ranging from \$91.75 to \$92.35, 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, full information regarding the number of shares sold at each price within the

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range set forth in this footnote.

- (5) The price reported in Column 4 is the weighted average price. These shares were sold in multiple transactions at prices ranging from \$92.00 to \$92.35, 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, full information regarding the number of shares sold at each price within the range set forth in this footnote.

- (6) The price reported in Column 4 is the weighted average price. These shares were sold in multiple transactions at prices ranging from \$91.25 to \$91.36, 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, full information regarding the number of shares sold at each price within the range set forth in this footnote.

- (7) The price reported in Column 4 is the weighted average price. These shares were sold in multiple transactions at prices ranging from \$91.50 to \$91.88, 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, full information regarding the number of shares sold at each price within the range set forth in this footnote.

- (8) 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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