

ALLERGAN INC
Form 4
February 13, 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 *
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)
02/12/2014

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

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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| | | | | (A) or (D) | Price | | |
| Common Stock | 02/12/2014 | | M | 5,575 A | \$ 40.16 | 12,454 | D |
| Common Stock | 02/12/2014 | | M | 4,925 A | \$ 59.13 | 17,379 | D |
| Common Stock | 02/12/2014 | | M | 9,500 A | \$ 75.58 | 26,879 | D |
| Common Stock | 02/12/2014 | | M | 3,875 A | \$ 87.91 | 30,754 | D |
| Common Stock | 02/12/2014 | | S | 5,575 D | \$ 123.15 | 25,179 | D |

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| | | | | | | | | |
|--------------|------------|---|-------|---|-----------|-------------------|---|---------------------|
| Common Stock | 02/12/2014 | S | 4,925 | D | \$ 123.35 | 20,254 | D | |
| Common Stock | 02/12/2014 | S | 9,500 | D | \$ 123.65 | 10,754 | D | |
| Common Stock | 02/12/2014 | S | 3,875 | D | \$ 123.95 | 6,879 | D | |
| Common Stock | | | | | | 1,767.1069 (1) | I | By 401(k) Trust (1) |
| Common Stock | | | | | | 643.509 (2) | I | By Esop Trust (2) |

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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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 (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) | 8. Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|--|--|---|-------------------------------|
| Employee Stock Option (Right to Buy) | \$ 40.16 | 02/12/2014 | | M | 5,575 | (3) 02/20/2019 | Common Stock | 5,575 |
| Employee Stock Option (Right to Buy) | \$ 59.13 | 02/12/2014 | | M | 4,925 | (4) 02/22/2020 | Common Stock | 4,925 |
| Employee Stock Option (Right to Buy) | \$ 75.58 | 02/12/2014 | | M | 9,500 | (5) 02/17/2021 | Common Stock | 9,500 |

| | | | | | | | | | |
|--|----------|------------|--|---|-------|------------|------------|-----------------|-------|
| Employee Stock Option (Right to Buy) | \$ 87.91 | 02/12/2014 | | M | 3,875 | <u>(6)</u> | 02/17/2022 | Common Stock | 3,875 |
|--|----------|------------|--|---|-------|------------|------------|-----------------|-------|

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|--------------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| BARLOW JAMES F 2525 DUPONT DRIVE IRVINE, CA 92612 | | | SR. VP, Corp. Controller (PAO) | |

Signatures

| | |
|---|------------|
| /s/ Matthew J. Maletta, attorney-in-fact for James F. Barlow | 02/13/2014 |
|---|------------|

__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) Shares allocated to reporting person's SIP account as of reporting date.
- (2) Shares allocated to the reporting person's ESOP account as of reporting date.
- (3) The option became exercisable in four equal annual installments beginning February 20, 2010.
- (4) The option becomes exercisable in four equal annual installments beginning February 22, 2011.
- (5) The option becomes exercisable in four equal annual installments beginning February 17, 2012.
- (6) The option becomes exercisable in four equal annual installments beginning February 17, 2013.

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.