

ALLERGAN INC
Form 4
February 11, 2014

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 *
Sherman Scott D

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

3. Date of Earliest Transaction (Month/Day/Year)
02/07/2014

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)

Executive Vice President, HR

(Street)
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 or Price		
Common Stock	02/07/2014		M		4,500 A \$ 73.04	12,824.56	D
Common Stock	02/07/2014		S		4,500 D \$ 118.552 (1)	8,324.56	D
Common Stock	02/10/2014		M		5,000 A \$ 75.58	13,324.56	D
Common Stock	02/10/2014		S		5,000 D \$ 120	8,324.56	D
Common Stock						1,258.3433 (2)	I By 401(k)

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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)	8. Amount or Number of Shares
Employee Stock Option (Right to Buy)	\$ 73.04	02/07/2014		M	4,500	⁽³⁾ 11/03/2020	Common Stock	4,500
Employee Stock Option (Right to Buy)	\$ 75.58	02/10/2014		M	5,000	⁽⁴⁾ 02/17/2021	Common Stock	5,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Sherman Scott D 2525 DUPONT DRIVE IRVINE, CA 92612			Executive Vice President, HR	

Signatures

Matthew J. Maletta, attorney-in-fact for Scott D.
Sherman

02/11/2014

__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).

- The price reported in column 4 is the weighted average price. These shares were sold in transactions at prices ranging from \$118.540 to \$118.560. 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, the full information regarding the number of shares sold at each price within the range set forth in this footnote.
- (1) Shares allocated to reporting person's SIP account as of reporting date.
 - (2) The option becomes exercisable in four equal annual installments beginning November 3, 2011.
 - (3) The option becomes exercisable in four equal annual installments beginning February 17, 2012.

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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