

BOYER HERBERT W PH D
Form 4
May 10, 2011

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 *
BOYER HERBERT W PH 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
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
05/06/2011

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 Indirect Beneficial Ownership (Instr. 4) | | | |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|--------|---|-----------------|
| | | | | Code | V | Amount | Price | | | |
| Common Stock | 05/06/2011 | | S | | 50,400 | D | \$ 80.9936 (1) | 0 | I | By Trust (2) |
| Common Stock | 05/06/2011 | | M | | 5,000 | A | \$ 36.85 | 14,600 | D | |
| Common Stock | 05/06/2011 | | M | | 5,000 | A | \$ 45.885 | 19,600 | D | |
| Common Stock | 05/06/2011 | | M | | 5,000 | A | \$ 36.49 | 24,600 | D | |
| Common Stock | 05/06/2011 | | M | | 9,000 | A | \$ 51.715 | 33,600 | D | |

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| | | | | | | | |
|--------------|------------|---|--------|---|----------------------|--------|---|
| Common Stock | 05/06/2011 | M | 11,400 | A | \$ 60.6 | 45,000 | D |
| Common Stock | 05/06/2011 | M | 11,400 | A | \$ 46.66 | 56,400 | D |
| Common Stock | 05/06/2011 | M | 11,400 | A | \$ 61.98 | 67,800 | D |
| Common Stock | 05/06/2011 | S | 58,200 | D | \$ 80.9727 (3) | 9,600 | D |
| Common Stock | 05/09/2011 | M | 11,400 | A | \$ 54.32 | 21,000 | D |
| Common Stock | 05/09/2011 | S | 11,400 | D | \$ 81.1467 (4) | 9,600 | D |

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.

SEC 1474
(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 | Title | Amount or Number of S |
| Nonemployee Director Stock Option (Right to Buy) | \$ 36.85 | 05/06/2011 | | M | 5,000 | 04/25/2004 | 04/24/2013 | Common Stock | 5,000 |
| Nonemployee Director Stock Option (Right to Buy) | \$ 45.885 | 05/06/2011 | | M | 5,000 | 04/28/2005 | 04/28/2014 | Common Stock | 5,000 |
| Nonemployee Director Stock Option (Right to Buy) | \$ 36.49 | 05/06/2011 | | M | 5,000 | 04/26/2006 | 04/26/2015 | Common Stock | 5,000 |

| | | | | | | | | |
|--|-----------|------------|---|--------|------------|------------|--------------|--------|
| Nonemployee Director Stock Option (Right to Buy) | \$ 51.715 | 05/06/2011 | M | 9,000 | 05/02/2007 | 05/02/2016 | Common Stock | 9,000 |
| Nonemployee Director Stock Option (Right to Buy) | \$ 60.6 | 05/06/2011 | M | 11,400 | (5) | 05/01/2017 | Common Stock | 11,400 |
| Nonemployee Director Stock Option (Right to Buy) | \$ 46.66 | 05/06/2011 | M | 11,400 | (6) | 04/30/2019 | Common Stock | 11,400 |
| Nonemployee Director Stock Option (Right to Buy) | \$ 61.98 | 05/06/2011 | M | 11,400 | (6) | 04/29/2020 | Common Stock | 11,400 |
| Nonemployee Director Stock Option (Right to Buy) | \$ 54.32 | 05/09/2011 | M | 11,400 | (6) | 05/06/2018 | Common Stock | 11,400 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| BOYER HERBERT W PH D 2525 DUPONT DRIVE IRVINE, CA 92612 | X | | | |

Signatures

/s/ Matthew J. Maletta, Attorney-in-Fact for Herbert W. Boyer 05/10/2011

**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 \$80.90 to \$81.28, 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) Shares held by the Herbert W. and Marigrace Boyer Living Trust U/A Restated August 3, 1995. Reporting person, along with his spouse, is co-trustee and co-beneficiary of the Trust.

(3) The price reported in column 4 is the weighted average price. These shares were sold in multiple transactions at prices ranging from \$80.90 to \$81.06, 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.

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- The price reported in column 4 is the weighted average price. These shares were sold in multiple transactions at prices ranging from
- (4) \$81.00 to \$81.43, 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.
 - (5) Option is fully vested and exercisable on the date of the next regular annual meeting of stockholders of Allergan, Inc. at which directors are to be elected following the date of grant.
 - (6) 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. 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.