

PYOTT DAVID E I
Form 4
October 05, 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 *
PYOTT DAVID E I

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)
10/04/2012

Director 10% Owner
 Officer (give title below) Other (specify below)
Chairman, President and CEO

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 (A) or (D) Price | | | |
| Common Stock | 09/21/2012 | | G | V 19,473 D <u>(1)</u> | 165,000 | D | |
| Common Stock | 09/21/2012 | | G | V 19,473 A <u>(1)</u> | 226,396 | I | By Living Trust ⁽²⁾ |
| Common Stock | 10/04/2012 | | S | <u>(3)</u> 206,923 D <u>(4)</u> \$ 93.7388 | 19,473 | I | By Living Trust ⁽²⁾ |
| Common Stock | 10/04/2012 | | M | <u>(3)</u> 119,000 A \$ 30.125 | 138,473 | I | By Living Trust ⁽²⁾ |

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| | | | | | | | | |
|--------------|------------|---|-------------------------------|---|---------------------------|------------|---|--------------------------------|
| Common Stock | 10/04/2012 | M | <u>90,623</u> ⁽³⁾ | A | \$ 41.24 | 229,096 | I | By Living Trust ⁽²⁾ |
| Common Stock | 10/04/2012 | M | <u>101,421</u> ⁽³⁾ | A | \$ 41.24 | 330,517 | I | By Living Trust ⁽²⁾ |
| Common Stock | 10/04/2012 | S | <u>101,421</u> ⁽³⁾ | D | \$ 93.7132 ⁽⁵⁾ | 229,096 | I | By Living Trust ⁽²⁾ |
| Common Stock | 10/05/2012 | M | <u>307,956</u> ⁽³⁾ | A | \$ 41.24 | 537,052 | I | By Living Trust ⁽²⁾ |
| Common Stock | 10/05/2012 | S | <u>307,956</u> ⁽³⁾ | D | \$ 93.724 ⁽⁶⁾ | 229,096 | I | By Living Trust ⁽²⁾ |
| Common Stock | | | | | | 2,171.2877 | I | By 401(k) Trust ⁽⁷⁾ |
| Common Stock | | | | | | 2,884.9469 | I | By Esop Trust ⁽⁸⁾ |

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) | | |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--------------|----------------------|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | Amount Number Shares |
| Employee Stock Option (Right to Buy) | \$ 30.125 | 10/04/2012 | | M | 119,000 | <u>(9)</u> | 01/30/2013 | Common Stock | 119,000 |
| Employee Stock | \$ 41.24 | 10/04/2012 | | M | 90,623 | <u>(10)</u> | 01/29/2014 | Common Stock | 90,623 |

Option
(Right to
Buy)

Employee
Stock

| | | | | | | | | |
|-----------------------------|----------|------------|---|---------|-------------|------------|-----------------|--------|
| Option (Right to Buy) | \$ 41.24 | 10/04/2012 | M | 101,421 | <u>(10)</u> | 01/29/2014 | Common Stock | 101,42 |
|-----------------------------|----------|------------|---|---------|-------------|------------|-----------------|--------|

Employee
Stock

| | | | | | | | | |
|-----------------------------|----------|------------|---|---------|-------------|------------|-----------------|--------|
| Option (Right to Buy) | \$ 41.24 | 10/05/2012 | M | 307,956 | <u>(10)</u> | 01/29/2014 | Common Stock | 307,95 |
|-----------------------------|----------|------------|---|---------|-------------|------------|-----------------|--------|

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|-----------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| PYOTT DAVID E I 2525 DUPONT DRIVE IRVINE, CA 92612 | X | | Chairman, President and CEO | |

Signatures

/s/ Matthew J. Maletta, attorney-in-fact for David E.I.
Pyott

10/05/2012

 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 19,473 shares held directly by the reporting person to the David & Julianna Pyott Living Trust.
- (2) David and Julianna Pyott Living Trust dated June 14, 1999, in which the reporting person has a pecuniary interest and of which the reporting person and his spouse are each trustees.
- (3) The transactions reported in this Form 4 were effected pursuant to a Rule 10b5-1 Trading Plan adopted by the reporting person on August 20, 2012.
- (4) The price reported in column 4 is the weighted average price. These shares were sold in multiple transactions at prices ranging from \$93.3950 to \$93.9850, 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, full information regarding the number of shares sold at each price within the 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 \$93.5400 to \$93.9900, 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, 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 \$93.4800 to \$94.3600, 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, full information regarding the number of shares sold at each price within the range set forth in this footnote.

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- (7) Shares allocated to reporting person's SIP account as of reporting date.
- (8) Shares allocated to the reporting person's ESOP account as of reporting date.
- (9) The option becomes exercisable in four equal annual installments beginning January 31, 2004.
- (10) The option becomes exercisable in four equal annual installments beginning January 30, 2005.

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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