

PYOTT DAVID E I
Form 4
March 08, 2011

FORM 4

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

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)
02/28/2011

Director 10% Owner
 Officer (give title below) Other (specify below)
Chairman 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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | Code | V Amount (D) Price | | | |
| Common Stock | 02/28/2011 | | G | V 1,494 D 11 31,252 | | D | |
| Common Stock | 02/28/2011 | | G | V 1,494 A 11 206,923 | | I | By Living Trust (2) |
| Common Stock | | | | | 2,163.4668 | I | By 401(k) Trust (3) |
| Common Stock | | | | | 2,874.5525 | I | By Esop Trust (4) |

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 |
| Employee Stock Option (Right to Buy) | \$ 36.15 | 03/04/2011 | | G | V 200,000 | <u>(5)</u> 02/08/2015 | Common Stock |
| Employee Stock Option (Right to Buy) | \$ 36.15 | 03/04/2011 | | G | V 200,000 <u>(6)</u> | <u>(5)</u> 02/08/2015 | Common Stock |
| Employee Stock Option (Right to Buy) | \$ 55.975 | 03/04/2011 | | G | V 450,000 | <u>(8)</u> 02/06/2016 | Common Stock |
| Employee Stock Option (Right to Buy) | \$ 55.975 | 03/04/2011 | | G | V 450,000 <u>(7)</u> | <u>(8)</u> 02/06/2016 | Common Stock |

Reporting Owners

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

Signatures

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

03/07/2011

__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) Transfer of 1,494 shares held directly by the reporting person to the below described 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) Shares allocated to reporting person's SIP account as of reporting date.
- (4) Shares allocated to the reporting person's ESOP account as of reporting date.
- (5) The option becomes exercisable in four equal annual installments beginning February 9, 2006.
- (6) Transfer of 450,000 options held directly by the reporting person to the below described Irrevocable Trust.
- (7) Transfer of 450,000 options held directly by the reporting perso to the below described Irrevocable Trust.
- (8) The option becomes exercisable in four equal annual installments beginning February 7, 2007.
- (9) Pyott Irrevocable Trust dated June 14, 1999, for which the reporting person disclaims beneficial ownership of these securities.

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.