ALLERGAN INC Form 4

May 03, 2006 FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

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obligations may continue. See Instruction

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(b).

1. Name and Address of Reporting Person * 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading INGRAM ROBERT ALEXANDER Issuer Symbol ALLERGAN INC [(AGN)] (Check all applicable) (First) (Middle) (Last) 3. Date of Earliest Transaction (Month/Day/Year) X_ Director 10% Owner Officer (give title Other (specify 2525 DUPONT DRIVE 05/01/2006 below) (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check Filed(Month/Day/Year) Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting **IRVINE, CA 92612** Person (City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 1. Title of 2. Transaction Date 2A. Deemed 4. Securities 5. Amount of 6. Ownership 7. Nature of

Security (Month/Day/Year) Execution Date, if TransactionAcquired (A) or Securities Form: Direct Indirect Code Beneficially (D) or

(Instr. 3) Disposed of (D) Beneficial Indirect (I) (Month/Day/Year) (Instr. 8) (Instr. 3, 4 and 5) Owned Ownership Following (Instr. 4) (Instr. 4) Reported

(A) Transaction(s) (Instr. 3 and 4) Code V Amount (D) Price

Common 5,400 05/02/2006 A \$0 9,000 D (1) Stock

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

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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. Transactic Code (Instr. 8)	5. Number coof 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 Ame Underlying Sect (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Ar or No of Sh
Nonemployee Director Stock Option (Right to Buy)	\$ 102.79 (2)	05/02/2006		A	4,500	05/02/2007(3)	05/02/2016	Common Stock	4
Phantom Stock Units	<u>(4)</u>	05/01/2006		A	9.67 (5)	<u>(6)</u>	<u>(6)</u>	Common Stock	
Phantom Stock Units	<u>(4)</u>	05/01/2006		A	9.67 (5)	<u>(6)</u>	<u>(6)</u>	Common Stock	
Phantom Stock Units	<u>(4)</u>	05/02/2006		A	19.29 (5)	<u>(6)</u>	<u>(6)</u>	Common Stock	

Reporting Owners

Reporting Owner Name / Address	Relationships					
• 0	Director	10% Owner	Officer	Other		
INGRAM ROBERT ALEXANDER 2525 DUPONT DRIVE IRVINE, CA 92612	X					

Signatures

By: Matthew J. Maletta, Attorney-in-Fact 05/03/2006

**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).
- Restricted Stock granted under the Allergan, Inc. 2003 Nonemployee Director Equity Incentive Plan, as amended. Stock vests at the rate (1) of 1,800 shares per year as of the date of each of the next three regular annual meetings of stockholders of the Company at which directors are to be elected following the date of grant.
- (2) The per share exercise price is the closing price of Allergan common stock as of May 1, 2006, rounded upwards to three decimals.
- (3) Option is fully vested and exercisable on the one year (1) year anniversary of its grant.
- (4) Converts to common stock on a 1-for-1 basis.

Reporting Owners 2

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- (5) Phantom stock units acquired under the Allergan, Inc. Deferred Directors' Fee Program in lieu of cash for meeting fees.
- (6) Phantom stock units are to be settled 100% in stock upon the reporting person's retirement as an Allergan, Inc. director.

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.