

BARLOW JAMES F
Form 4
August 05, 2009

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 *
BARLOW JAMES F

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)
08/04/2009

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
SR. VP, Corp. Controller (PAO)

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 or Price		
Common Stock	08/04/2009		M		3,250 A \$ 41.24	17,323	D
Common Stock	08/04/2009		S		3,250 D \$ 55.49	14,073	D
Common Stock	08/04/2009		M		8,800 A \$ 36.15	22,873	D
Common Stock	08/04/2009		S		8,800 D \$ 55.49	14,073	D
Common Stock						1,274.6515 (1)	I By 401(k) Trust

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Common Stock 636,008 ⁽²⁾ I By Esop Trust

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

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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 (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)	\$ 41.24	08/04/2009		M	3,250	⁽³⁾ 01/30/2014	Common Stock	3,250
Employee Stock Option (Right to Buy)	\$ 36.15	08/04/2009		M	8,800	⁽⁴⁾ 02/08/2015	Common Stock	8,800

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
BARLOW JAMES F 2525 DUPONT DRIVE IRVINE, CA 92612			SR. VP, Corp. Controller (PAO)	

Signatures

/s/ Matthew J. Maletta, attorney-in-fact for James F. Barlow 08/05/2009

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) Shares allocated to reporting person's SIP account as of reporting date.
- (2) Shares allocated to the reporting person's ESOP account as of reporting date.
- (3) The option became exercisable in four equal annual installments beginning January 30, 2005.
- (4) The option became exercisable in four equal annual installments beginning February 9, 2006.

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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