

HERBERT GAVIN S
Form 4
April 30, 2010

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 *
HERBERT GAVIN S

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)
04/29/2010

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 Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock	04/29/2010		A		14,400	A	<u>(1)</u> 19,200
Common Stock					400	I	By Spouse
Common Stock					193,160	I	By Family Trust <u>(2)</u>
Common Stock					5,000	I	By Gavin S. Herbert Trust <u>(3)</u>
Common Stock					3,000	I	By Spouse Living

Common Stock	50,000	I	Trust ⁽⁴⁾ By Successor Trust ⁽⁵⁾
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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 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)		
						Date Exercisable	Expiration Date	Title	Amount or Number of Shares
						Code	V	(A)	(D)
Nonemployee Director Stock Option (Right to Buy)	\$ 61.98	04/29/2010		A	11,400	<u>(6)</u> 04/29/2020	Common Stock	11,400	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
HERBERT GAVIN S 2525 DUPONT DRIVE IRVINE, CA 92612		X		

Signatures

/s/ Matthew J. Maletta, attorney-in-fact for Gavin S. Herbert	04/30/2010
<u> </u> 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)

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Restricted Stock granted to Nonemployee Directors under the Allergan, Inc. 2008 Incentive Award Plan. Stock vests at the rate of 4,800 shares each calendar year 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.

- (2) Shares held by the Herbert Family Trust. Reporting person is trustee and beneficiary of this trust and has the power to revoke without another's consent.
- (3) Shares held by Gavin S. Herbert Trust. The reporting person is beneficiary of this trust.
- (4) Shares held by Ninetta Herbert Living Trust. The reporting person's spouse is trustee of this trust. The reporting person disclaims beneficial ownership of these securities, and the filing of this report is not an admission that the reporting person is the beneficial owner of these securities for the purposes of Section 16 or for any other purposes.
- (5) Shares held by G. Herbert, Inc., which in turn is wholly owned by Gavin Herbert Successor Trust (GHST). The reporting person is co-trustee and has a pecuniary interest in GHST.
- (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.