

Gangolli Julian S
Form 4
January 03, 2013

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 *
Gangolli Julian 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

3. Date of Earliest Transaction (Month/Day/Year)
12/31/2012

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)

CVP & Pres, North America

(Street)
IRVINE, CA 92612

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

(City) (State) (Zip)

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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| Common Stock | 12/31/2012 | | F | 151 ⁽¹⁾ D | \$ 91.73 15,427.637 | D ⁽²⁾ | |
| Common Stock | 12/31/2012 | | F | 202 ⁽³⁾ D | \$ 91.73 15,578.637 | D ⁽²⁾ | |
| Common Stock | | | | | 219.6364 | I | By ESOP Trust ⁽⁴⁾ |
| Common Stock | | | | | 12,172 | I | By The Gangolli Family Trust ⁽⁵⁾ |
| | | | | | 264.0416 | I | |

Common
Stock

By Wife's
401(k)
plan

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) | 8. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Owned Following Transaction (Instr. 5) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|---|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Gangolli Julian S 2525 DUPONT DRIVE IRVINE, CA 92612 | | | CVP & Pres, North America | |

Signatures

/s/ Matthew J. Maletta, attorney-in-fact for Julian S. Gangolli
Date: 01/03/2013

__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).

Exempt disposition to the issuer, effective 12/31/2012, of a number of shares determined to be sufficient to satisfy tax withholding obligations resulting from the lapse of restrictions of a portion of an exempt award of 323 shares of restricted stock granted on 2/17/2012 (1) (the Restricted Stock Award) under the issuer's bonus plan. The restrictions lapse on the Restricted Stock Award as of the normal Retirement Eligibility Date, which is the later of the (i) date on which the participant reaches age 55, and (ii) the date the participant has been employed by the issuer for 5 years.

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- (2) Includes shares acquired under the Allergan, Inc. Dividend Reinvestment Plan.

Exempt disposition to the issuer, effective 12/31/2012, of a number of shares determined to be sufficient to satisfy tax withholding obligations resulting from the lapse of restrictions of a portion of an exempt award of 431 shares of restricted stock granted on 2/17/2011

- (3) (the Restricted Stock Award) under the issuer's bonus plan. The restrictions lapse on the Restricted Stock Award as of the normal Retirement Eligibility Date, which is the later of the (i) date on which the participant reaches age 55, and (ii) the date the participant has been employed by the issuer for 5 years.
- (4) Shares allocated to the reporting person's ESOP account as of reporting date.
- (5) Shares held by The Gangolli Family Trust established June 1, 2011, of which the reporting person and his spouse are each trustees.

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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