

HERBERT GAVIN S
Form 4
November 18, 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)
11/16/2010

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)		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 Indirect Beneficial Ownership (Instr. 4)
				Code	V Amount (D) Price			
Common Stock	11/16/2010		M	V	5,000 A \$ 36.85	19,400	D	
Common Stock	11/16/2010		M	V	5,000 A \$ 45.885	24,400	D	
Common Stock	11/16/2010		M	V	5,000 A \$ 36.49	29,400	D	
Common Stock	11/18/2010		G	V	15,000 D \$ 0	14,400	D	
Common Stock	11/18/2010		G	V	15,000 A \$ 0	191,960	I	By Family Trust ⁽¹⁾
						5,000	I	

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Common Stock				By Gavin S. Herbert Trust ⁽²⁾
Common Stock	40,000	I		By Successor Trust ⁽³⁾
Common Stock	3,000	I		By Spouse Living Trust ⁽⁴⁾
Common Stock	400	I		By Spouse

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 Security (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title
Nonemployee Director Stock Option (Right to Buy)	\$ 36.85	11/16/2010		M	5,000	04/25/2004 04/24/2013	Common Stock 5
Nonemployee Director Stock Option (Right to Buy)	\$ 45.885 ⁽⁵⁾	11/16/2010		M	5,000	04/28/2005 ⁽⁶⁾ 04/28/2014	Common Stock 5
Nonemployee Director Stock Option (Right to Buy)	\$ 36.49 ⁽⁷⁾	11/16/2010		M	5,000	04/26/2006 ⁽⁶⁾ 04/26/2015	Common Stock 5

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

11/18/2010

__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 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.
- (2) Shares held by Gavin S. Herbert Trust. The reporting person is beneficiary of this trust.
- (3) 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.
- (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) The per share exercise price is the closing price of the Common Stock as of April 27, 2004, rounded upwards to three decimals.
- (6) Option is fully vested and exercisable on the one year (1) year anniversary of its grant.
- (7) The per share exercise price is the closing price of Allergan common stock as of April 25, 2005, rounded upwards to three decimals.

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.