

Actavis, Inc.  
Form 4  
October 02, 2013

**FORM 4**

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

OMB APPROVAL

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**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 \*  
Stewart Robert A

(Last) (First) (Middle)

MORRIS CORPORATE CENTER  
III, 400 INTERPACE PARKWAY

(Street)

PARSIPPANY, NJ 07054

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
Actavis, Inc. [ACT]

3. Date of Earliest Transaction  
(Month/Day/Year)  
09/30/2013

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

\_\_\_ Director \_\_\_ 10% Owner  
 Officer (give title below) \_\_\_ Other (specify below)

Pres-Global Operations

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  | (D)  | Price                             |
| Common Stock, par value \$0.0033 | 09/30/2013                           |  | M                              |   | 75,000  | A  | \$ 86.86                          |
| Common Stock, par value \$0.0033 | 09/30/2013                           |  | A                              |   | 44,312  | A  | <u>(1)</u> <u>(2)</u> 193,203     |
| Common Stock, par value \$0.0033 | 09/30/2013                           |  | F                              |   | 121,951   | D  | \$ <u>(3)</u> 144 71,252          |



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- On October 1, 2013, Actavis, Inc. ("Actavis"), Warner Chilcott Public Limited Company ("Warner Chilcott") and a newly formed holding company incorporated in Ireland named Actavis plc ("New Actavis") consummated a transaction (the "Acquisition") pursuant to which Actavis and Warner Chilcott each became wholly owned subsidiaries of New Actavis. The Acquisition was effected by means of an approved "scheme arrangement" under Irish law.
- (1) Represents shares of Actavis earned pursuant to outstanding performance-based restricted stock units, based on shortened performance periods resulting from the Acquisition.
  - (2) Represents shares of Actavis withheld in payment of the exercise price and tax withholding obligations from the accelerated vesting of restricted shares, the issuance of shares pursuant to performance based restricted stock units, and the exercise of stock options.
  - (3) Represents shares of Actavis disposed of pursuant to the Acquisition in exchange for ordinary shares of New Actavis. At the effective time of the Acquisition, each Actavis common share and accelerated restricted share was converted into the right to receive one New Actavis ordinary share.
  - (4) Represents options of Actavis disposed of pursuant to the Acquisition in exchange for ordinary shares of New Actavis. As of the date prior to the effective time of the Acquisition, each option became fully vested and was cancelled and as of the effective time of the Acquisition was converted into the right to receive from New Actavis a net number of New Actavis ordinary shares equal to the number of Actavis common shares subject to the option immediately prior to the effective time of the Acquisition, net of New Actavis ordinary shares withheld to pay the exercise price and any applicable tax withholdings.
  - (5)

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