

Jones Trevor M
Form 4
April 27, 2005

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 *
Jones Trevor M

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)
04/25/2005

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	04/26/2005		A	5,400 ⁽¹⁾ A \$ 0	5,400	D	
Common Stock	04/26/2005		A	1,800 ⁽²⁾ A \$ 0	7,200	D	
Common Stock	04/26/2005		F	540 ⁽³⁾ D \$ 72.955	6,660	D	

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

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(9-02)

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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)
Nonemployee Director Stock Option (Right to Buy)	\$ 72.98 (4)	04/26/2005		A	2,500	04/26/2006(5) 04/26/2015	Common Stock 2
Phantom Stock Units	(6)	04/25/2005		A	13.7 (7)	(8) (8)	Common Stock
Phantom Stock Units	(6)	04/25/2005		A	13.7 (7)	(8) (8)	Common Stock
Phantom Stock Units	(6)	04/26/2005		A	27.39 (7)	(8) (8)	Common Stock

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Jones Trevor M 2525 DUPONT DRIVE IRVINE, CA 92612	X			

Signatures

By: Matthew J. Maletta,
Attorney-in-Fact

04/27/2005

**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).

- Restricted Stock granted under the Allergan, Inc. 2003 Nonemployee Director Equity Incentive Plan. Stock vests at the rate of 1,800 shares per year as of the date of each of the next three regular annual meetings of stockholders of the Company at which directors are to be elected following the date of grant.
- (1) Restricted Stock granted under the Allergan, Inc. 2003 Nonemployee Director Equity Incentive Plan. Stock vests at the rate of 1,800 shares per year as of the date of each of the next three regular annual meetings of stockholders of the Company at which directors are to be elected following the date of grant.
- (2) Restricted Stock granted under the Allergan, Inc. 2003 Nonemployee Director Equity Incentive Plan. Stock vests in total on the date of grant.

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- (3) Exempt disposition to the issuer, effective 4/26/05, of a number of shares determined to be sufficient to satisfy tax withholding obligations resulting from the lapse of restrictions on a portion of an exempt award of 1,800 shares of restricted stock granted on 4/26/05.
- (4) The per share exercise price is the closing price of Allergan common stock as of April 25, 2005, rounded upwards to three decimals.
- (5) Option is fully vested and exercisable on the one year (1) year anniversary of its grant.
- (6) Converts to common stock on a 1-for-1 basis.
- (7) Phantom stock units acquired under the Allergan, Inc. Deferred Directors' Fee Program in lieu of cash for meeting fees.
- (8) Phantom stock units are to be settled 100% in stock upon the reporting person's retirement as an Allergan, Inc. director.

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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