

ALLERGAN INC
Form 8-K
May 07, 2012

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

FORM 8-K

CURRENT REPORT

PURSUANT TO SECTION 13 OR 15(d) OF THE

SECURITIES EXCHANGE ACT OF 1934

May 1, 2012

Date of Report (Date of Earliest Event Reported)

ALLERGAN, INC.

(Exact Name of Registrant as Specified in its Charter)

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(State of Incorporation)

(Commission File Number)

(IRS Employer

Identification Number)

2525 Dupont Drive

Irvine, California 92612

(Address of Principal Executive Offices) (Zip Code)

(714) 246-4500

(Registrant's Telephone Number, Including Area Code)

N/A

(Former Name or Former Address, if Changed Since Last Report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- .. Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- .. Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- .. Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- .. Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Item 5.07. Submission of Matters to a Vote of Security Holders.

Allergan, Inc. (the Company) held its Annual Meeting of Stockholders on May 1, 2012 (the Annual Meeting) and there were present in person or by proxy 270,114,143 votes, representing approximately 88.6% of the Company's 304,714,456 total outstanding eligible votes. At the Annual Meeting, the Company's stockholders (i) elected ten directors to the Company's board of directors; (ii) ratified the appointment of Ernst & Young LLP as the Company's independent registered public accounting firm for fiscal year 2012; (iii) approved the compensation of the Company's named executive officers; and (iv) and approved a non-binding stockholder proposal, each as more fully described below.

| | For | Against | Abstain | Broker Non-Votes |
|---|-------------|-------------|---------|---------------------|
| Item No. 1: Election of the following ten directors to serve for a term of office expiring at the 2013 annual meeting of stockholders and until their successors are duly elected and qualified: | | | | |
| David E.I. Pyott | 243,744,825 | 14,188,026 | 305,487 | 11,875,805 |
| Herbert W. Boyer, Ph.D. | 254,000,497 | 4,014,536 | 223,305 | 11,875,805 |
| Deborah Dunsire, M.D. | 256,205,236 | 1,831,802 | 201,300 | 11,875,805 |
| Michael R. Gallagher | 250,004,353 | 8,007,031 | 226,954 | 11,875,805 |
| Dawn Hudson | 248,832,556 | 9,143,897 | 261,885 | 11,875,805 |
| Robert A. Ingram | 243,019,028 | 14,876,387 | 342,923 | 11,875,805 |
| Trevor M. Jones, Ph.D. | 255,490,135 | 2,415,394 | 332,809 | 11,875,805 |
| Louis J. Lavigne, Jr. | 255,979,928 | 2,004,680 | 253,730 | 11,875,805 |
| Russell T. Ray | 251,930,186 | 5,990,386 | 317,766 | 11,875,805 |
| Stephen J. Ryan, M.D. | 256,003,992 | 1,997,007 | 237,339 | 11,875,805 |
| Item No. 2: Ratification of the appointment of Ernst & Young LLP as the Company's independent registered public accounting firm for fiscal year 2012 | 269,444,195 | 485,904 | 184,044 | 0 |
| Item No. 3: Advisory vote to approve the compensation of the Company's named executive officers | 230,266,686 | 27,156,176 | 815,476 | 11,875,805 |
| Item No. 4: Stockholder proposal (special stockholder meetings) | 142,545,778 | 115,252,470 | 440,090 | 11,875,805 |

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

ALLERGAN, INC.

Date: May 4, 2012

By: /s/ Matthew J. Maletta
Name: Matthew J. Maletta
Title: Vice President,

Associate General Counsel and Secretary