### Edgar Filing: TOMBROS PETER - Form 4

TOMBROS Form 4	PETER								
May 25, 200									
FORM	A 4 UNITED	STATES	SECU	RITIES A	AND EX	CHANGE	E COMMISSIO		PPROVAL
Check this box								Number:	3235-0287 January 31,
if no lon subject t Section Form 4	ger STATEN 16.	STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES							
Form 5 obligation may corn See Insta 1(b).	ons Section 17(	(a) of the P	Public U	Itility Hol	ding Co		nge Act of 1934, t of 1935 or Secti 1940		
(Print or Type	Responses)								
1. Name and Address of Reporting Person <u>*</u> TOMBROS PETER			2. Issuer Name <b>and</b> Ticker or Trading Symbol				5. Relationship of Reporting Person(s) to Issuer		
			ALPHARMA INC [ALO] 3. Date of Earliest Transaction			(Check all applicable)			
(Last) (First) (Middle) 159 LAMBERT ROAD			(Month/Day/Year) 05/23/2006			X_ Director 10% Owner Officer (give title Other (specify below) below)			
		4. If Amendment, Date Original Filed(Month/Day/Year)			<ul> <li>6. Individual or Joint/Group Filing(Check Applicable Line)</li> <li>_X_ Form filed by One Reporting Person</li> <li> Form filed by More than One Reporting</li> </ul>				
NEW CAN	AAN, CT 06840						Person	More than One K	eporting
(City)	(State)	(Zip)	Tab	le I - Non-l	Derivative	Securities A	Acquired, Disposed	of, or Beneficia	lly Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deeme Execution I any (Month/Day	Date, if	3. Transactio Code (Instr. 8) Code V	Disposed (Instr. 3,	l (A) or l 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)
Reminder: Re	port on a separate line	e for each cla	uss of sec	urities bene	Perso infor requi	ons who re nation con red to resp ays a curre	or indirectly. spond to the colle tained in this form ond unless the fo ntly valid OMB co	n are not rm	SEC 1474 (9-02)

# Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5. Number	6. Date Exercisable and	7. Title and Amount of	8. Pr
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	onof Derivative	Expiration Date	Underlying Securities	Deriv
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)	Secu
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Acquired			(Inst

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	Derivative Security			(D)	Disposed of (D) (Instr. 3, 4,						
			Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Restricted Stock Unit	<u>(1)</u>	05/23/2006	А		6,000 (2)		(3)	(4)	Common Stock A	6,000	\$

## **Reporting Owners**

Reporting Owner Name / Address	Relationships							
	Director	10% Owner	Officer	Other				
TOMBROS PETER 159 LAMBERT ROAD NEW CANAAN, CT 06840	Х							
Signatures								

By: Marie Amerasinghe For: Peter Tombros

\*\*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).

05/25/2006

Each Restricted Stock Unit represents the right to receive one share of the Issuer's Class A Common Stock, for no additional consideration, upon the vesting of such Restricted Stock Unit, all in accordance with the terms and conditions of the Restricted Stock Unit

- (1) Consideration, upon the vesting of such Restricted Stock ont, an in accordance with the terms and conditions of the Restricted Stock on Award Agreement, dated as of the date of the grant, between the Reporting Person and the Issuer (the "Award Agreement"). For informational purposes only, the closing price of the Issuer's Class A Common Stock on May 23, 2006 was \$23.11.
- (2) Holders of these units will receive dividend equalivents.
- (3) Restricted Stock Units vest immediately upon Reporting Persons retirement from the Issuer's Board of Directors (the "Board").
- (4) Restricted Stock Units do not have an expiration date, but they are subject to forferture if the Reporting Person voluntarily resigns from the Board, subject to the terms and conditions of the Restricted Stock Unit Award Agreement.

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.