ALPHARMA INC

Form 3 June 27, 2008

UNITED STATES SECURITIES AND EXCHANGE COMMISSION FORM 3 Washington, D.C. 20549

OMB APPROVAL

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SECURITIES Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF

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)

ALPHARMA

1. Title of Security

(Instr. 4)

1. Name and Address of Reporting Person *

A Shively Richard Scott

(Last)

PHARMACEUTICALS LLC. 440 ROUTE 22 EAST

(First) (Middle)

Statement

(Month/Day/Year)

06/19/2008

2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol

ALPHARMA INC [ALO]

4. Relationship of Reporting

Person(s) to Issuer

Filed(Month/Day/Year)

(Check all applicable)

10% Owner Director _X__ Officer

Other (give title below) (specify below) SVP Alpharma Pharmaceuticals 6. Individual or Joint/Group Filing(Check Applicable Line)

5. If Amendment, Date Original

X Form filed by One Reporting Person

Form filed by More than One

Reporting Person

BRIDGEWATER, ÂNJÂ 08807

(Street)

(City) (State)

(Zip)

Table I - Non-Derivative Securities Beneficially Owned

2. Amount of Securities Beneficially Owned

(Instr. 4)

3. Ownership 4. Nature of Indirect Beneficial Ownership

(Instr. 5) Form:

Direct (D) or Indirect (I)

(Instr. 5)

Common Stock A 11,320

D

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

SEC 1473 (7-02)

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)

2. Date Exercisable and **Expiration Date** (Month/Day/Year)

3. Title and Amount of Securities Underlying Derivative Security

4. Conversion or Exercise

5. Ownership Form of Derivative

6. Nature of Indirect Beneficial Ownership

(Instr. 5)

Price of Derivative Security:

(Instr. 4)

1

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	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Security	Direct (D) or Indirect (I) (Instr. 5)	
Non-Qualified Stock Option (Right to Buy)	(1)	05/15/2017	Common Stock A	35,000	\$ 22.84	D	Â
Non-Qualified Stock Option (Right to Buy)	(2)	02/21/2018	Common Stock A	9,260	\$ 24.05	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships				
	Director	10% Owner	Officer	Other	
Shively Richard Scott ALPHARMA PHARMACEUTICALS LLC 440 ROUTE 22 EAST BRIDGEWATER Â NIÂ 08807	Â	Â	SVP Alpharma Pharmaceuticals	Â	

Signatures

/s/ Karen M.Sheehan,
Attorney-in-Fact

**Signature of Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 5(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) These options vest at a rate of 25% on each of the four anniversary dates immediately following the date of grant beginning with May 15, 2008, subject to the forfeiture and acceleration provisions in the award agreements.
- These options vest at a rate of 25% on each of the four anniversary dates immediately following the date of grant beginning with February 21, 2009, subject to the forfeiture and acceleration provisions in the award agreements.

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Remarks:

Exhibit 24 - Power of Attorney

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.

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