Whitcup Scott M Form 4 February 20, 2013

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB 2225

OMB APPROVAL

Number: 3235-0287

January 31,

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0.5

Estimated average burden hours per response...

Check this box if no longer subject to Section 16. Form 4 or Form 5

obligations

may continue.

See Instruction

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

1(b).

(Print or Type Responses)

| 1. Name and Address of Reporting Person * Whitcup Scott M | | Symbol | ner Name and Ticker or Trading RGAN INC [AGN] | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) | | | | |
|---|---|---|---|--|--|--|--|--|
| (Last) (First) (Middle) 2525 DUPONT DRIVE | | , | of Earliest Transaction /Day/Year) /2013 | Director 10% Owner Selective UP, R&D, CSO | | | | |
| IRVINE, C | (Street) A 92612 | | nendment, Date Original (onth/Day/Year) | 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person _ Form filed by More than One Reporting Person | | | | |
| (City) | (State) | (Zip) Tal | ble I - Non-Derivative Securities Ac | quired, 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) | Code (Instr. 3, 4 and 5) | 5. Amount of Securities Ownership Indirect Beneficially Form: Direct Beneficial Owned (D) or Ownership Indirect (I) (Instr. 4) Transaction(s) (Instr. 3 and 4) | | | | |
| Common Stock | 02/15/2013 | | F 434 (1) D \$ 108.02 | 2 22,545 D | | | | |
| Common Stock | | | | 1,704.102 (2) I By 401(k) | | | | |
| Common Stock | | | | 1,739.0735 I By Esop | | | | |
| D : d D | | £ | :'4' 1£' -'11 1 1'41 | :d:d | | | | |

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

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number.

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. | 6. Date Exerc | cisable and | 7. Titl | le and | 8. Price of | 9. Nu |
|-------------|-------------|---------------------|--------------------|------------|------------|---------------|-------------|---------|----------|-------------|--------|
| Derivative | Conversion | (Month/Day/Year) | Execution Date, if | Transacti | orNumber | Expiration D | ate | Amou | ınt of | Derivative | Deriv |
| Security | or Exercise | | any | Code | of | (Month/Day/ | Year) | Under | rlying | Security | Secui |
| (Instr. 3) | Price of | | (Month/Day/Year) | (Instr. 8) | Derivative | e | | Secur | ities | (Instr. 5) | Bene |
| | Derivative | | | | Securities | | | (Instr. | 3 and 4) | | Own |
| | Security | | | | Acquired | | | | | | Follo |
| | · | | | | (A) or | | | | | | Repo |
| | | | | | Disposed | | | | | | Trans |
| | | | | | of (D) | | | | | | (Instr |
| | | | | | (Instr. 3, | | | | | | ` |
| | | | | | 4, and 5) | | | | | | |
| | | | | | | | | | | | |
| | | | | | | | | | Amount | | |
| | | | | | | Date | Expiration | | or | | |
| | | | | | | Exercisable | ^ | Title | Number | | |
| | | | | | | Lacroisdoic | Dute | | of | | |
| | | | | Code V | (A) (D) | | | | Shares | | |

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Whitcup Scott M 2525 DUPONT DRIVE IRVINE, CA 92612

Executive VP, R&D, CSO

Date

Signatures

/s/ Matthew J. Maletta, attorney-in-fact for Scott M.

Whitcup 02/20/2013

**Signature of Reporting Person

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).
- (1) Exempt disposition to the issuer, effective 2/15/2013, transaction date, of a number of shares determined to be sufficient to satisfy tax withholding obligations resulting from the lapse of restrictions of an exempt award of 830 shares of restricted stock granted on 2/17/2011.
- (2) Shares allocated to reporting person's SIP account as of reporting date.
- (3) Shares allocated to the reporting person's ESOP account as of reporting date.

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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