

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).



Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* J P MORGAN CHASE & CO			2. Issuer Name and Ticker or Trading Symbol ALPHARMA INC [ALO US]			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director <input checked="" type="checkbox"/> 10% Owner Officer (give title below) Other (specify below)		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 07/31/2008			6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person Form filed by More than One Reporting Person		
270 PARK AVENUE			4. If Amendment, Date of Original Filed (Month/Day/Year)					
(Street)	(City)	(State)	(Zip)					
NEW YORK	NY	10017						

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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock, par value \$0.01/share	07/31/2008		S		200	D	\$22.72	4,212,480	I	See Footnotes ⁽¹⁾
Common Stock, par value \$0.01/share	08/01/2008		S		100	D	\$21.92	4,212,380	I	See Footnotes
Common Stock, par value \$0.01/share	08/01/2008		P		300	A	\$21.8967	4,212,680	I	See Footnotes
Common Stock, par value \$0.01/share	08/04/2008		S		200	D	\$21.58	4,212,480	I	See Footnotes
Common Stock, par value \$0.01/share	08/05/2008		P		300	A	\$23.1367	4,212,780	I	See Footnotes
Common Stock, par value \$0.01/share	08/06/2008		P		300	A	\$23.2667	4,213,080	I	See Footnotes
Common Stock, par value \$0.01/share	08/08/2008		P		100	A	\$23.48	4,213,180	I	See Footnotes
Common Stock, par value \$0.01/share	08/08/2008		S		289	D	\$24.29	4,212,891	I	See Footnotes
Common Stock, par value \$0.01/share	08/11/2008		P		600	A	\$25.0883	4,213,491	I	See Footnotes
Common Stock, par value \$0.01/share	08/11/2008		S		89	A	\$25	4,213,402	I	See Footnotes
Common Stock, par value \$0.01/share	08/12/2008		P		400	A	\$24.785	4,213,802	I	See Footnotes
Common Stock, par value \$0.01/share	08/12/2008		S		50	D	\$24.85	4,213,752	I	See Footnotes
Common Stock, par value \$0.01/share	08/14/2008		P		702	A	\$23.8903	4,214,454	I	See Footnotes
Common Stock, par value \$0.01/share	08/15/2008		P		368	A	\$24.2321	4,214,822	I	See Footnotes
Common Stock, par value \$0.01/share	08/15/2008		S		100	A	\$23.93	4,214,722	I	See Footnotes
Common Stock, par value \$0.01/share	08/18/2008		S		1,000	D	\$24.197	4,213,722	I	See Footnotes
Common Stock, par value \$0.01/share	08/18/2008		S		8,300	A	\$24.2574	4,205,422	I	See Footnotes
Common Stock, par value \$0.01/share	08/18/2008		S		12,700	D	\$24.39	4,192,722	I	See Footnotes

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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock, par value \$0.01/share	08/19/2008		S		446	D	\$24.0564	4,192,276	I	See Footnotes
Common Stock, par value \$0.01/share	08/19/2008		S		17,000	D	\$23.8363	4,175,276	I	See Footnotes

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 Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date					

Explanation of Responses:

1. (1) This Form 4 amends the Form 4 previously filed by J.P. Morgan Ventures Corporation (a wholly-owned subsidiary of the reporting person) on 8/20/08 by including transactions effected by other wholly-owned subsidiaries of the reporting person which were mistakenly not included on the prior Form 4. (2) Beneficial ownership of these shares was acquired in varying amounts by the following wholly-owned subsidiaries of the reporting person: J.P. Morgan Ventures Corporation, J.P. Morgan Securities Inc., J.P. Morgan Whitefriars Inc., and The Bear Stearns Companies LLC. JPMorgan Chase & Co. expressly disclaims beneficial ownership of such shares except to the extent of its respective pecuniary interest in such shares.

Anthony Horan

08/22/2008

** Signature of Reporting Person

Date

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

* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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 Number.