WARNER CHILCOTT LTD

FORM 3
(Initial Statement of Beneficial Ownership)

Filed 9/21/2006 For Period Ending 9/21/2006

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Industry	Not Assigned
Fiscal Year	12/31

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FORM 3

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

OMB APPROVAL
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INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

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. Name and Address of Reporting Person *	2. Date of Event Requiring Statement (MM/DD/YYYY)	3. Issuer Name **and** Ticker or Trading Symbol
PAGLIUCA STEPHEN G	**9/21/2006**	**Warner Chilcott Ltd [WCRX]**
(Last) (First) (Middle) **C/O BAIN CAPITAL PARTNERS, LLC, 111 HUNTINGTON AVENUE**	4. Relationship of Reporting Person(s) to Issuer (Check all applicable) __ **X** __ Director ___ **X** ___ 10% Owner _____ Officer (give title below) _____ Other (specify below)	
(Street) **BOSTON, MA 02199** (City) (State) (Zip)	5. If Amendment, Date Original Filed (MM/DD/YYYY)	6. Individual or Joint/Group Filing (Check Applicable Line) _ **X** _ Form filed by One Reporting Person ___ Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Beneficially Owned

1.Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
CLASS A COMMON STOCK, PAR VALUE $0.01 PER SHARE	**38045413**	**I**	**SEE FOOTNOTES** (1) (2)

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

1. Title of Derivate Security (Instr. 4)	2. Date Exercisable and Expiration Date (MM/DD/YYYY)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			

Explanation of Responses:

(1) Stephen G. Pagliuca is a managing director of Bain Capital Investors, LLC ("BCI"). BCI is the general partner of Bain Capital Integral Investors II, L.P. ("Integral II") and the managing general partner of BCIP Associates - G ("BCIP G"), BCIP Trust Associates - III ("BCIP Trust III") and BCIP Trust Associates III - B ("BCIP Trust III B"). By virtue of this relationship, Mr. Pagliuca may be deemed to share voting and dispositive power with respect to the 37,575,608, 9,081, 411,393 and 49,331 shares of Class A Common Stock held by Integral II, BCIP G, BCIP Trust III and BCIP Trust III B, respectively.

(2) Mr. Pagliuca disclaims beneficial ownership of the securities held by each of the entities referred to in the foregoing footnote except to the extent of his pecuniary interest therein.

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
PAGLIUCA STEPHEN G **C/O BAIN CAPITAL PARTNERS, LLC** **111 HUNTINGTON AVENUE** **BOSTON, MA 02199**	**X**	**X**		

Signatures

/s/ Stephen G. Pagliuca **9/21/2006**

** 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 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).

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 control number.