

FOREST LABORATORIES INC

Form 4

October 20, 2005

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

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

**STATEMENT OF CHANGES IN 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

OMB APPROVAL

OMB
Number: 3235-0287
Expires: January 31,
2005
Estimated average
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(Print or Type Responses)

1. Name and Address of Reporting Person *
GOODMAN KENNETH E

(Last) (First) (Middle)

**C/O FOREST
LABORATORIES, 909 THIRD
AVENUE**

(Street)

NEW YORK, NY 10022

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol
**FOREST LABORATORIES INC
[FRX]**

3. Date of Earliest Transaction
(Month/Day/Year)
10/18/2005

4. If Amendment, Date Original
Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

☒ Director ☐ 10% Owner
☒ Officer (give title below) ☐ Other (specify below)
President and COO

6. Individual or Joint/Group Filing(Check
Applicable Line)
☒ Form filed by One Reporting Person
☐ Form filed by More than One Reporting
Person

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)
Common Stock	10/18/2005		M	400,000	A \$ 5.5235	1,190,535 ⁽¹⁾	D
Common Stock	10/19/2005		S	30,300	D \$ 34.6	1,160,235 ⁽¹⁾	D
Common Stock	10/19/2005		S	1,500	D \$ 34.61	1,158,735 ⁽¹⁾	D
Common Stock	10/19/2005		S	1,900	D \$ 34.63	1,156,835 ⁽¹⁾	D
	10/19/2005		S	2,000	D \$ 34.64	1,154,835 ⁽¹⁾	D

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Common Stock							
Common Stock	10/19/2005	S	3,900	D	\$ 34.65	1,150,935 ⁽¹⁾	D
Common Stock	10/19/2005	S	1,900	D	\$ 34.66	1,149,035 ⁽¹⁾	D
Common Stock	10/19/2005	S	3,100	D	\$ 34.67	1,145,935 ⁽¹⁾	D
Common Stock	10/19/2005	S	6,200	D	\$ 34.68	1,139,735 ⁽¹⁾	D
Common Stock	10/19/2005	S	1,400	D	\$ 34.7	1,138,335 ⁽¹⁾	D
Common Stock	10/19/2005	S	1,000	D	\$ 34.71	1,137,335 ⁽¹⁾	D
Common Stock	10/19/2005	S	9,900	D	\$ 34.72	1,127,435 ⁽¹⁾	D
Common Stock	10/19/2005	S	3,900	D	\$ 34.73	1,123,535 ⁽¹⁾	D
Common Stock	10/19/2005	S	10,000	D	\$ 34.75	1,113,535 ⁽¹⁾	D
Common Stock	10/19/2005	S	2,000	D	\$ 34.79	1,111,535 ⁽¹⁾	D
Common Stock	10/19/2005	S	133,100	D	\$ 34.8	978,435 ⁽¹⁾	D
Common Stock	10/19/2005	S	9,900	D	\$ 34.81	968,535 ⁽¹⁾	D
Common Stock	10/19/2005	S	3,000	D	\$ 34.83	965,535 ⁽¹⁾	D
Common Stock	10/19/2005	S	5,000	D	\$ 34.84	960,535 ⁽¹⁾	D

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

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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 Derivative Security (Instr. 3)	2. Conversion or Exercise Price of	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	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)
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Derivative Security			Disposed of (D) (Instr. 3, 4, and 5)		Date Exercisable	Expiration Date	Title	Amount Number of Shares
			Code	V (A) (D)				
Stock Options (Right to buy)	\$ 5.5235	10/18/2005	M		400,000	12/15/1995 12/15/2005	Common Stock	400,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
GOODMAN KENNETH E C/O FOREST LABORATORIES 909 THIRD AVENUE NEW YORK, NY 10022	X		President and COO	

Signatures

Kenneth E
Goodman 10/20/2005

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).

(1) The reporting person beneficially owns 4,260,535 shares which includes options to purchase 3,300,000 shares.

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

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