FORWARD INDUSTRIES INC

Form 4/A May 23, 2005

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB

OMB APPROVAL

Number:

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obligations

Check this box

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

may continue. 30(h) of the Investment Company Act of 1940 See Instruction

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * LEVY EDWIN A

2. Issuer Name and Ticker or Trading

Symbol

FORWARD INDUSTRIES INC

Issuer

below)

(Check all applicable)

5. Relationship of Reporting Person(s) to

[FORD]

(Last) (First) (Middle) 3. Date of Earliest Transaction

(Month/Day/Year) 04/22/2005

X_ Director Officer (give title

10% Owner Other (specify

C/O FORWARD INDUSTRIES INC., 1801 GREEN ROAD SUITE E.

(Street)

4. If Amendment, Date Original

Filed(Month/Day/Year) 05/03/2005

3.

6. Individual or Joint/Group Filing(Check

Applicable Line)

X Form filed by One Reporting Person Form filed by More than One Reporting

POMPANO BEACH, FL 33064

(City) (State) (Zip)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1.Title of Security (Instr. 3)

2. Transaction Date 2A. Deemed (Month/Day/Year)

Execution Date, if

(Month/Day/Year)

TransactionAcquired (A) or Code Disposed of (D) (Instr. 8) (Instr. 3, 4 and 5)

4. Securities

5. Amount of Securities Beneficially Owned Following

6. Ownership 7. Nature of Form: Direct Indirect (D) or Indirect Beneficial Ownership (Instr. 4) (Instr. 4)

(A)

Reported Transaction(s) (Instr. 3 and 4)

Code V Amount (D) Price

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

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

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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. Transacti Code (Instr. 8)	5. Number of Derivative Securities Acquired Disposed (Instr. 3, 4	(A) or of (D)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amo Underlying Secu (Instr. 3 and 4)
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title
COMMON STOCK OPTION TO BUY (1	\$ 15.91	04/22/2005		A	10,000		04/22/2005	04/21/2015	FORWARD INDUSTRIES COMMON STOCK
COMMON STOCK OPTION TO BUY	\$ 2.05	04/29/2005		M		1,000	05/09/2003	05/08/2013	FORWARD INDUSTRIES COMMON STOCK

Reporting Owners

Reporting Owner Name / Address	Relationships					
	Director	10% Owner	Officer	Other		

LEVY EDWIN A C/O FORWARD INDUSTRIES INC. 1801 GREEN ROAD SUITE E. POMPANO BEACH, FL 33064



Signatures

Edwin A. Levy 05/23/2005

**Signature of Person Date

**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) Fully vested common stock option to purchase 10,000 shares of Forward Industries Common Stock @ \$15.91 granted 4/22/05 expiring 4/21/2015.
- Table 2 of original Form 4 filed 5/3/2005 is hereby amended to include the option grant of 10,000 shares as discussed in note 1 to this Form 4. All information in Table 1 of the original filing is not affected by this amendment and is therefore not being restated.

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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