## Edgar Filing: OLANOFF LAWRENCE S - Form 4

OLANOFF L	AWRENCE	S									
Form 4											
December 10	, 2007										
<b>FORM 4</b> UNITED STATES SECURITIES AND EXCHANGE COMMISSION									PPROVAL		
	- UNITE	DSTATES					NGE (	COMMISSION	OMB Number:	3235-0287	
Check this box Washington, D					D.C. 203	77				January 31,	
if no longer STATEMENT OF CHAN				GES IN BENEFICIAL OW				NERSHIP OF	Expires:	2005	
subject to Section 16. SECURITIE										Estimated average burden hours per	
Form 4 or									response 0.5		
Form 5							-	e Act of 1934,			
obligation may conti				•	•			f 1935 or Sectio	n		
See Instru		30(h)	of the In	vestment	Company	Act	of 194	40			
1(b).											
(Print or Type R	esponses)										
OLANOFF LAWRENCE S Symbol				EST LABORATORIES INC				5. Relationship of Reporting Person(s) to Issuer			
								(Check all applicable)			
(Last)	(First)	(Middle)	3. Date of Earliest TransactionX					X Director	X Director 10% Owner		
			(Month/D					_X_ Officer (give title Other (specify below)			
	T LABORAT HIRD AVEN		12/06/20	007				below) Pres	ident and COO		
(Street)			4. If Ame	4. If Amendment, Date Original				6. Individual or Joint/Group Filing(Check			
				nth/Day/Year)				Applicable Line)			
NEW YORK	K, NY 10022							_X_ Form filed by 0 Form filed by M Person	One Reporting Pe Iore than One Re		
(City)	(State)	(Zip)	Tabl	e I - Non-D	erivative S	ecurit	ties Acq	uired, Disposed of	f, or Beneficial	lly Owned	
1.Title of	2. Transaction Date 2A. Deemed			3. 4. Securities Acquired					6. Ownership Form: Direct		
Security (Instr. 3)	(Month/Day/Ye	any any	on Date, if Transaction(A) or Disposed of Code (D)				IOI	Securities Beneficially	Beneficial		
		(Month/Day/Year)			(Instr. 3, 4	and f	5)	Owned	Indirect (I) C	Ownership	
				Following Reported	(Instr. 4)						
						(A)		Transaction(s)			
				Code V	Amount	or (D)	Price	(Instr. 3 and 4)			
Common Stock	12/06/2007			A	40,000 ( <u>1</u> )	(D) A	\$ 0	290,000 <u>(2)</u>	D		

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

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.

 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. 5. Number of Transactio-Derivative Code Securities (Instr. 8) 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 Underlying Securities (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option (Right to Buy)	\$ 37.255	12/06/2007		A	75,000	06/06/2008	12/06/2012	Common Stock	75,000

## **Reporting Owners**

Reporting Owner Name / Address		Relationships						
	Director	10% Owner Officer		Other				
OLANOFF LAWRENCE S C/O FOREST LABORATORIES, II 909 THIRD AVENUE NEW YORK, NY 10022	NC. X		President and COO					
Signatures								
Lawrence S. 12/07/2	2007							

## **Explanation of Responses:**

\* If the form is filed by more than one reporting person, see Instruction 4(b)(v).

Date

\*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Represents shares of common stock which are subject to a risk of forfeiture issued under the Company's 2007 Equity Incentive Plan. The

- (1) risk of forfeiture lapses as to 25% on the six month anniversary of the date of the grant (December 6, 2007) and as to 25% on each of the first three anniversaries of the date of the grant.
- (2) This amount includes shares of common stock which are subject to a risk of forfeiture.

(3) Not Applicable

\*\*Signature of

Reporting Person

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.