

FOREST LABORATORIES INC
Form 4
October 20, 2005

FORM 4

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
SOLOMON HOWARD

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
C/O FOREST LABORATORIES, 909 THIRD AVENUE

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

Director 10% Owner
 Officer (give title below) Other (specify below)
Chairman and CEO

(Street)
NEW YORK, NY 10022

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

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

(City) (State) (Zip)

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	10/18/2005		M	800,000 A \$ 5.5235	4,820,047 ⁽¹⁾	D	
Common Stock	10/18/2005		G	V 703 D \$ 0	4,819,344 ⁽¹⁾	D	
Common Stock	10/19/2005		S	14,700 D \$ 34.6	4,804,644 ⁽¹⁾	D	
Common Stock	10/19/2005		S	1,400 D \$ 34.69	4,803,244 ⁽¹⁾	D	
	10/19/2005		S	3,600 D \$ 34.7	4,799,644 ⁽¹⁾	D	

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Common Stock								
Common Stock	10/19/2005		S	1,800	D	\$ 34.71	4,797,844 ⁽¹⁾	D
Common Stock	10/19/2005		S	7,900	D	\$ 34.72	4,789,944 ⁽¹⁾	D
Common Stock	10/19/2005		S	8,100	D	\$ 34.73	4,781,844 ⁽¹⁾	D
Common Stock	10/19/2005		S	1,200	D	\$ 34.74	4,780,644 ⁽¹⁾	D
Common Stock	10/19/2005		S	58,800	D	\$ 34.75	4,721,844 ⁽¹⁾	D
Common Stock	10/19/2005		S	800	D	\$ 34.76	4,721,044 ⁽¹⁾	D
Common Stock	10/19/2005		S	1,100	D	\$ 34.77	4,719,944 ⁽¹⁾	D
Common Stock	10/19/2005		S	300	D	\$ 34.79	4,719,644 ⁽¹⁾	D
Common Stock	10/19/2005		S	355,300	D	\$ 34.8	4,364,344 ⁽¹⁾	D
Common Stock	10/19/2005		S	13,500	D	\$ 34.81	4,350,844 ⁽¹⁾	D
Common Stock	10/19/2005		S	5,000	D	\$ 34.84	4,345,844 ⁽¹⁾	D
Common Stock	10/19/2005		S	500	D	\$ 34.85	4,345,344 ⁽¹⁾	D

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

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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 Underlying Securities (Instr. 3 and 4)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount of Number of Shares

Stock										
Options	\$ 5.5235	10/18/2005		M	800,000	12/15/1995	12/15/2005	Common		800,000
(Right to buy)								Stock		

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
SOLOMON HOWARD C/O FOREST LABORATORIES 909 THIRD AVENUE NEW YORK, NY 10022	X		Chairman and CEO	

Signatures

Howard Solomon	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 10,345,344 shares which includes options to purchase 6,000,000 shares.

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