

FOREST LABORATORIES INC
Form 4
January 24, 2014

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2015
Estimated average burden hours per response... 0.5

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 *
Lynch Jerome

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, INC., 909 THIRD AVENUE

(Street)

3. Date of Earliest Transaction (Month/Day/Year)
01/22/2014

____ Director
 Officer (give title below) _____ Other (specify below)
SVP-Sales

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 Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock	01/22/2014		M		15,000	A	\$ 42.535
					81,577	(1)	D
Common Stock	01/22/2014		M		25,000	A	\$ 51.535
					106,577	(1)	D
Common Stock	01/22/2014		M		12,500	A	\$ 37.255
					119,077	(1)	D
Common Stock	01/22/2014		M		20,000	A	\$ 24.12
					139,077	(1)	D
Common Stock	01/22/2014		M		12,000	A	\$ 31.265
					151,077	(1)	D

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Common Stock	01/22/2014	M	22,500	A	\$ 32.165	173,577 ⁽¹⁾	D
Common Stock	01/22/2014	M	22,700	A	\$ 29.995	196,277 ⁽¹⁾	D
Common Stock	01/22/2014	M	5,925	A	\$ 34.035	202,202 ⁽¹⁾	D
Common Stock	01/22/2014	S	135,625	D	\$ 67.2752 ⁽²⁾	66,577 ⁽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 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 or Number of Shares
Stock Option (Right to Buy)	\$ 42.535	01/22/2014		M	15,000	12/13/2005	12/13/2014	Common Stock	15,000
Stock Option (Right to Buy)	\$ 51.535	01/22/2014		M	25,000	12/07/2007	12/08/2016	Common Stock	25,000
Stock Option (Right to Buy)	\$ 37.255	01/22/2014		M	12,500	12/06/2008	12/05/2017	Common Stock	12,500
Stock Option (Right to Buy)	\$ 24.12	01/22/2014		M	20,000	12/08/2009	12/08/2018	Common Stock	20,000
	\$ 31.265	01/22/2014		M	12,000	12/07/2010	12/06/2019		12,000

Stock Option (Right to Buy)	Price	Grant Date	Exercise Price	Quantity	Expiration Date	Common Stock	Quantity
Stock Option (Right to Buy)	\$ 32.165	01/22/2014	M	22,500	12/06/2011 12/05/2020	Common Stock	22,500
Stock Option (Right to Buy)	\$ 29.995	01/22/2014	M	22,700	12/05/2012 12/04/2021	Common Stock	22,700
Stock Option (Right to Buy)	\$ 34.035	01/22/2014	M	5,925	05/07/2013 05/06/2022	Common Stock	5,925

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Lynch Jerome C/O FOREST LABORATORIES, INC. 909 THIRD AVENUE NEW YORK, NY 10022			SVP-Sales	

Signatures

/s/ Rita Weinberger as attorney-in-fact for Jerome Lynch
 01/24/2014
 **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) This amount includes shares of common stock which are subject to a risk of forfeiture.
 The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$67.00 to \$67.66, inclusive. The Reporting Person undertakes to provide to the Company, any security holder of the Company, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in this footnote.
- (2)
- (3) Not Applicable.

Remarks:

Exhibit List: Exhibit 24 - Power of Attorney

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.