

FOREST LABORATORIES INC
Form 4
February 20, 2007

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 *
TRIANO CHARLES E

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)

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

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)

C/O FOREST LABORATORIES, INC., 909 THIRD AVENUE

02/16/2007

VP Investor Relations

(Street)

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

6. Individual or Joint/Group Filing(Check Applicable Line)

NEW YORK, NY 10022

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)
Common Stock	02/16/2007		M			28,000	\$ 32.9219	28,000	D	
Common Stock	02/16/2007		M			17,380	\$ 38.145	45,380	D	
Common Stock	02/16/2007		M			18,000	\$ 48.34	63,380	D	
Common Stock	02/16/2007		M			4,499	\$ 42.535	67,879	D	
Common Stock	02/16/2007		M			2,250	\$ 40.29	70,129	D	

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Common Stock	02/16/2007	S	100	D	\$ 54.25	70,029	D
Common Stock	02/16/2007	S	1,600	D	\$ 54.24	68,429	D
Common Stock	02/16/2007	S	400	D	\$ 54.23	68,029	D
Common Stock	02/16/2007	S	2,000	D	\$ 54.22	66,029	D
Common Stock	02/16/2007	S	1,229	D	\$ 54.21	64,800	D
Common Stock	02/16/2007	S	8,400	D	\$ 54.2	56,400	D
Common Stock	02/16/2007	S	5,200	D	\$ 54.19	51,200	D
Common Stock	02/16/2007	S	2,400	D	\$ 54.18	48,800	D
Common Stock	02/16/2007	S	15,000	D	\$ 54.17	33,800	D
Common Stock	02/16/2007	S	1,400	D	\$ 54.16	32,400	D
Common Stock	02/16/2007	S	10,600	D	\$ 54.15	21,800	D
Common Stock	02/16/2007	S	17,700	D	\$ 54.14	4,100	D
Common Stock	02/16/2007	S	1,100	D	\$ 54.13	3,000	D
Common Stock	02/16/2007	S	3,000	D	\$ 54.1	0 ⁽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,	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)
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and 5)

	Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Options (Right to Buy)								
\$ 32.9219					10/30/2001 ⁽²⁾	10/30/2010	Common Stock	28,000
02/16/2007	M			28,000				
Stock Options (Right to Buy)								
\$ 38.145					12/14/2002 ⁽³⁾	12/14/2011	Common Stock	17,380
02/16/2007	M			17,380				
Stock Options (Right to Buy)								
\$ 48.34					12/13/2003 ⁽⁴⁾	12/13/2012	Common Stock	18,000
02/16/2007	M			18,000				
Stock Options (Right to Buy)								
\$ 42.535					12/13/2005 ⁽⁵⁾	12/13/2014	Common Stock	4,499
02/16/2007	M			4,499				
Stock Options (Right to Buy)								
\$ 40.29					12/09/2006 ⁽⁶⁾	12/09/2015	Common Stock	2,250
02/16/2007	M			2,250				

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
TRIANO CHARLES E C/O FOREST LABORATORIES, INC. 909 THIRD AVENUE NEW YORK, NY 10022			VP Investor Relations	

Signatures

/s/ Charles E. Triano 02/20/2007

**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 119,871 shares which includes options to purchase 119,871 shares.
- (2)

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The option was exercisable as to 15% of the shares covered by the option each of the first four anniversaires of the date of the grant (October 30, 2000) and as to the remaining 40% on the fifth anniversary of the date of the grant.

- (3) The option was exercisable as to 15% of the shares covered by the option each of the first four anniversaires of the date of the grant (December 14, 2001) and as to the remaining 40% on the fifth anniversary of the date of the grant.
- (4) The option was exercisable as to 15% of the shares covered by the option each of the first four anniversaires of the date of the grant (December 13, 2002) and as to the remaining 40% on the fifth anniversary of the date of the grant.
- (5) The option was exercisable as to 15% of the shares covered by the option each of the first four anniversaires of the date of the grant (December 13, 2004) and as to the remaining 40% on the fifth anniversary of the date of the grant.
- (6) The option was exercisable as to 15% of the shares covered by the option each of the first four anniversaires of the date of the grant (December 9, 2005) and as to the remaining 40% on the fifth anniversary of the date of the grant.

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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