

FOREST LABORATORIES INC
Form 4
January 24, 2014

FORM 4

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

OMB APPROVAL

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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 _____ 10% Owner
 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.

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.

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(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) | | | | | | | | Common Stock | |
|-----------------------------|-----------|------------|---|--------|------------|------------|--|--------------|--------|
| 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) 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.
- (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.