FOREST LABORATORIES INC
Form 4
February 20, 2007

FORM 4

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. *See* Instruction 1(b).

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

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

OMB APPROVAL	
OMB Number:	3235-0287
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(Print or Type Responses)

1. Name and Address of Reporting Person *
TRIANO CHARLES E

(Last) (First) (Middle)

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

(Street)

NEW YORK, NY 10022

(City) (State) (Zip)

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

3. Date of Earliest Transaction (Month/Day/Year)
02/16/2007

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

_____ Director _____ 10% Owner
__X__ Officer (give title below) _____ Other (specify below)
VP Investor Relations

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

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

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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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 o Underlying Securities (Instr. 3 and 4)

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

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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