

FOREST LABORATORIES INC  
Form 10-K/A  
May 18, 2009

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

FORM 10-K/A  
Amendment No. 1

(Mark one)

ANNUAL REPORT PURSUANT TO SECTION 13 OR 15(d)  
OF THE SECURITIES EXCHANGE ACT OF 1934

For the Fiscal Year Ended March 31, 2008

TRANSITION REPORT PURSUANT TO SECTION 13 OR 15(d)  
OF THE SECURITIES EXCHANGE ACT OF 1934

For the transition period from \_\_\_\_\_ to \_\_\_\_\_

Commission File No. 1-5438

FOREST LABORATORIES, INC.  
(Exact name of registrant as specified in its charter)

Delaware  
(State or other jurisdiction of  
incorporation or organization)

11-1798614  
(I.R.S. Employer  
Identification Number)

909 Third Avenue  
New York, New York  
(Address of principal executive offices)

10022-4731  
(Zip code)

(212) 421-7850  
(Registrant's telephone number, including area code)

Securities registered pursuant to Section 12(b) of the act:

Title of each class	Name of each exchange on which registered
Common Stock, \$.10 par value	New York Stock Exchange

Securities registered pursuant to Section 12(g) of the act:

None

---

Indicate by check mark if the registrant is a well-known seasoned issuer, as defined in Rule 405 of the Securities Act. Yes  No  .

Indicate by check mark if the registrant is not required to file reports pursuant to Section 13 or Section 15(d) of the Act. Yes  No  .

Indicate by check mark whether the registrant (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days. Yes  No  .

Indicate by check mark if disclosure of delinquent filers pursuant to Item 405 of Regulation S-K is not contained herein, and will not be contained, to the best of the registrant's knowledge, in the Proxy Statement incorporated by reference in Part III of this Form 10-K or any amendment to this Form 10-K.  ..

Indicate by a check mark whether the registrant is a large accelerated filer, an accelerated filer, or a non-accelerated filer. See definition of "accelerated filer and large accelerated filer" in Rule 12b-2 of the Exchange Act. (Check one):

Large accelerated filer  Accelerated filer  Non-accelerated filer  Smaller reporting company   
(Do not check if a smaller reporting company)

Indicate by check mark whether the registrant is a shell company (as defined in Rule 12b-2 of the Exchange Act). Yes  No  .

The aggregate market value of the voting stock held by non-affiliates of the registrant as of September 30, 2007 was \$11,637,003,638.

Number of shares outstanding of the registrant's Common Stock as of May 29, 2008: 304,758,195.

The following documents are incorporated by reference herein:

Portions of the definitive proxy statement to be filed pursuant to Regulation 14A promulgated under the Securities Exchange Act of 1934 in connection with the 2008 Annual Meeting of Stockholders of registrant have been incorporated by reference into Part III of this Report.

Portions of the registrant's Annual Report to Stockholders for the fiscal year ended March 31, 2008 have been incorporated by reference into Parts II and IV of this Report.

TABLE OF CONTENTS

Explanatory Note  
SIGNATURES  
PART IV  
Exhibits  
SIGNATURES

---

Explanatory Statement

This Amendment No. 1 to the Annual Report on Form 10-K for the fiscal year ended March 31, 2008 is being filed solely to include the signature of the registrant in the Annual Report as filed by Forest Laboratories, Inc. with the Securities and Exchange Commission on May 30, 2008 (the "Original Filing"). This Form 10-K/A does not modify or update any other disclosures set forth in the Original Filing.

SIGNATURES

Pursuant to the requirements of Section 13 and 15(d) of the Securities Exchange Act of 1934, Forest has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

Dated: May 30, 2008

FOREST LABORATORIES, INC.

By: /s/Howard Solomon  
Howard Solomon,  
Chairman of the Board,  
Chief Executive Officer  
and Director

---

PART IV  
3. Exhibits.

- 31.1 Certification pursuant to Section 302 of the Sarbanes-Oxley Act of 2002.
- 31.2 Certification pursuant to Section 302 of the Sarbanes-Oxley Act of 2002.

SIGNATURES

Pursuant to the requirements of Section 13 and 15(d) of the Securities Exchange Act of 1934, the Registrant has duly caused this Form 10-K/A to be signed on its behalf by the undersigned, thereunto duly authorized.

Dated: May 18, 2009

FOREST LABORATORIES, INC.

By: /s/Howard Solomon  
Howard Solomon,  
Chairman of the Board,  
Chief Executive Officer  
and Director

---

CERTIFICATION

I, Howard Solomon, certify that:

1. I have reviewed this amendment to Forest Laboratories, Inc. Annual Report on Form 10-K; and
2. Based on my knowledge, this report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this report.

Date: May 18, 2009

/s/ Howard Solomon  
Howard Solomon  
Chairman of the Board,  
Chief Executive Officer  
and Director

---

CERTIFICATION

I, Francis I. Perier, Jr., certify that:

1. I have reviewed this amendment to Forest Laboratories, Inc. Annual Report on Form 10-K; and
2. Based on my knowledge, this report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this report.

Date: May 18, 2009

/s/ Francis I. Perier, Jr.  
Francis I. Perier, Jr.  
Senior Vice President - Finance and  
Chief Financial Officer