

KEYTE DAVID H  
Form 4  
December 05, 2005

**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 \*  
**KEYTE DAVID H**

(Last) (First) (Middle)  
**707 SEVENTEENTH STREET,, SUITE 3600**  
(Street)

**DENVER, CO 80202**

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
**FOREST OIL CORP [FST]**

3. Date of Earliest Transaction (Month/Day/Year)  
**12/02/2005**

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

\_\_\_ Director \_\_\_ 10% Owner  
 Officer (give title below) \_\_\_ Other (specify below)  
**EVP & CFO**

6. Individual or Joint/Group Filing(Check Applicable Line)  
 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)		
				(A) or (D)	Price				
			Code	V	Amount				
Common Stock	12/02/2005		M		1,000	A	\$ 14.875	12,616	D
Common Stock	12/02/2005		S		1,000	D	\$ 46.75	11,616	D
Common Stock	12/02/2005		M		3,500	A	\$ 14.875	15,116	D
Common Stock	12/02/2005		S		3,500	D	\$ 47.05	11,616	D
Common Stock	12/02/2005		M		300	A	\$ 14.875	11,916	D

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Common Stock	12/02/2005	S	300	D	\$ 47.25	11,616	D	
Common Stock	12/02/2005	M	2,700	A	\$ 14.875	14,316	D	
Common Stock	12/02/2005	S	2,700	D	\$ 47.24	11,616	D	
Common Stock						783	I	By 401(k) Plan
Common Stock						600	I	Trust-Daughter <u>(1)</u>
Common Stock						444	I	Trust-Son <u>(2)</u>

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)	Amount or Number of Shares	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	
Non-Qualified Stock Option (right to buy)	\$ 14.875	12/02/2005		M	1,000	<u>(3)</u>	03/23/2009	Common Stock	1,000
Non-Qualified Stock Option (right to buy)	\$ 14.875	12/02/2005		M	3,500	<u>(3)</u>	03/23/2009	Common Stock	3,500
Non-Qualified Stock Option (right to buy)	\$ 14.875	12/02/2005		M	300	<u>(3)</u>	03/23/2009	Common Stock	300
Non-Qualified Stock Option (right to buy)	\$ 14.875	12/02/2005		M	2,700	<u>(3)</u>	03/23/2009	Common Stock	2,700

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
KEYTE DAVID H 707 SEVENTEENTH STREET, SUITE 3600 DENVER, CO 80202			EVP & CFO	

## Signatures

By: Roberta L. Louis, Attorney-in-Fact For: David H. Keyte 12/05/2005

\_\_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).

Shares held in irrevocable trust for daughter. The reporting person's spouse is the trustee of the trust. The reporting person disclaims  
(1) beneficial ownership of these securities and this report shall not be deemed an admission that the reporting person is the beneficial owner of such securities for the purposes of Section 16 or any other purpose.

Shares held in irrevocable trust for son. The reporting person's spouse is the trustee of the trust. The reporting person disclaims beneficial  
(2) ownership of these securities and this report shall not be deemed an admission that the reporting person is the beneficial owner of such securities for the purposes of Section 16 or any other purpose.

(3) This option becomes exercisable in installments: 20 percent of this option vests immediately and the remaining 80 percent of this option vests in 20 percent increments on each of the first four anniversaries of the date of 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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