

FOREST OIL CORP
Form 4
May 12, 2008

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 *
Harpham Stephen T

(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)
05/08/2008

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)
Vice President, Western

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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | Code | V | Amount or Price | | |
| Common Stock | 05/08/2008 | | A | | 10,000 A \$ 0 | 29,211 ⁽¹⁾ | D |
| Common Stock | 05/08/2008 | | M | | 1,300 A \$ 16.85 | 30,511 | D |
| Common Stock | 05/08/2008 | | S | | 1,300 D \$ 65 | 29,211 | D |
| Common Stock | 05/08/2008 | | M | | 3,700 A \$ 20.6 | 32,911 | D |
| Common Stock | 05/08/2008 | | S | | 3,700 D \$ 65 | 29,211 | D |

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| | | | | | | | |
|--------------|------------|---|-------|---|----------|--------|---|
| Common Stock | 05/08/2008 | M | 100 | A | \$ 20.6 | 29,311 | D |
| Common Stock | 05/08/2008 | S | 100 | D | \$ 65.01 | 29,211 | D |
| Common Stock | 05/08/2008 | M | 200 | A | \$ 20.6 | 29,411 | D |
| Common Stock | 05/08/2008 | S | 200 | D | \$ 65.02 | 29,211 | D |
| Common Stock | 05/08/2008 | M | 100 | A | \$ 20.6 | 29,311 | D |
| Common Stock | 05/08/2008 | S | 100 | D | \$ 65.03 | 29,211 | D |
| Common Stock | 05/08/2008 | M | 200 | A | \$ 20.6 | 29,411 | D |
| Common Stock | 05/08/2008 | S | 200 | D | \$ 65.04 | 29,211 | D |
| Common Stock | 05/08/2008 | M | 500 | A | \$ 20.6 | 29,711 | D |
| Common Stock | 05/08/2008 | S | 500 | D | \$ 65.06 | 29,211 | D |
| Common Stock | 05/08/2008 | M | 600 | A | \$ 20.6 | 29,811 | D |
| Common Stock | 05/08/2008 | S | 600 | D | \$ 65.07 | 29,211 | D |
| Common Stock | 05/08/2008 | M | 700 | A | \$ 20.6 | 29,911 | D |
| Common Stock | 05/08/2008 | S | 700 | D | \$ 65.08 | 29,211 | D |
| Common Stock | 05/08/2008 | M | 1,145 | A | \$ 20.6 | 30,356 | D |
| Common Stock | 05/08/2008 | S | 1,145 | D | \$ 65.09 | 29,211 | D |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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(9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

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| 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 Security (Instr. 3 and 4) | | | |
|---|--|--------------------------------------|--|--------------------------------|---|--|-----|---|-----------------|--------------|----------------------------|
| | | | | Code | V | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| Non-Qualified Stock Option (right to buy) <u>(2)</u> | \$ 16.85 | 05/08/2008 | | M | | 1,300 | | 02/25/2008 | 02/25/2014 | Common Stock | 1,300 |
| Non-Qualified Stock Option (right to buy) <u>(2)</u> | \$ 20.6 | 05/08/2008 | | M | | 3,700 | | <u>(3)</u> | 12/08/2014 | Common Stock | 3,700 |
| Non-Qualified Stock Option (right to buy) <u>(2)</u> | \$ 20.6 | 05/08/2008 | | M | | 100 | | <u>(3)</u> | 12/08/2014 | Common Stock | 100 |
| Non-Qualified Stock Option (right to buy) <u>(2)</u> | \$ 20.6 | 05/08/2008 | | M | | 200 | | <u>(3)</u> | 12/08/2014 | Common Stock | 200 |
| Non-Qualified Stock Option (right to buy) <u>(2)</u> | \$ 20.6 | 05/08/2008 | | M | | 100 | | <u>(3)</u> | 12/08/2014 | Common Stock | 100 |
| Non-Qualified Stock Option (right to buy) <u>(2)</u> | \$ 20.6 | 05/08/2008 | | M | | 200 | | <u>(3)</u> | 12/08/2014 | Common Stock | 200 |
| Non-Qualified Stock Option (right to buy) <u>(2)</u> | \$ 20.6 | 05/08/2008 | | M | | 500 | | <u>(3)</u> | 12/08/2014 | Common Stock | 500 |
| Non-Qualified Stock Option (right to buy) <u>(2)</u> | \$ 20.6 | 05/08/2008 | | M | | 600 | | <u>(3)</u> | 12/08/2014 | Common Stock | 600 |
| Non-Qualified Stock Option | \$ 20.6 | 05/08/2008 | | M | | 700 | | <u>(3)</u> | 12/08/2014 | Common Stock | 700 |

(right to buy)
(2)

Non-Qualified
Stock Option
(right to buy)
(2)

\$ 20.6

05/08/2008

M

1,145

(3)

12/08/2014

Common
Stock

1,1

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|-------------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Harpham Stephen T 707 SEVENTEENTH STREET SUITE 3600 DENVER, CO 80202 | | | Vice President, Western | |

Signatures

By: Lizbeth J. Stenmark, attorney-in-fact For: Stephen T.
Harpham

05/12/2008

__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 report includes non-reportable acquisitions by the reporting person pursuant to the 1999 Employee Stock Purchase Plan of Forest Oil Corporation.
On March 2, 2006, Forest completed a spin-off transaction involving a wholly-owned subsidiary, which was subsequently merged with a subsidiary of Mariner Energy, Inc. The number and the exercise price of all outstanding stock options granted under Forest's equity incentive plans were adjusted to reflect the spin-off.
- (2) subsidiary of Mariner Energy, Inc. The number and the exercise price of all outstanding stock options granted under Forest's equity incentive plans were adjusted to reflect the spin-off.
- (3) This option becomes exercisable in four equal installments 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. 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.