

# SECURITIES AND EXCHANGE COMMISSION

## FORM 10-C

Form filed by an issuer whose securities are quoted on the Nasdaq interdealer quotation system. This form is used to report any change that exceeds five percent in the number of shares of the class outstanding and any change in the name of the issuer.

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### FILER

#### FOREST OIL CORP

CIK: **38079** | IRS No.: **250484900** | State of Incorporation: **NY** | Fiscal Year End: **1231**  
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SIC: **1311** Crude petroleum & natural gas

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SECURITIES AND EXCHANGE COMMISSION

Washington, D. C. 20549

FORM 10-C

REPORT BY ISSUER OF SECURITIES QUOTED  
ON NASDAQ INTERDEALER QUOTATION SYSTEM

Filed pursuant to Section 13 or 15(d) of the Securities Exchange Act  
of 1934 and Rule 13a-17 or 15d-17 thereunder

FOREST OIL CORPORATION

(Exact name of issuer as specified in charter)

1500 Colorado National Building

950 - 17th Street

Denver, Colorado 80202

(Address of principal executive offices)

(814) 368-7171

(Issuer's telephone number, including area code)

I. CHANGE IN NUMBER OF SHARES OUTSTANDING

Indicate any change (increase or decrease) of 5% or more in number  
of shares outstanding:

1. Title of Security: Common Stock, Par Value \$.10 Per Share (Common Stock)
2. Number of shares of Common Stock outstanding before change: 27,057,471
3. Number of shares of Common Stock outstanding after change: 28,540,601
4. Effective date of change: May 1, 1995
5. Method of change: The number of shares of Common Stock outstanding has changed from the amount as last reported because of (i) conversions of Forest Oil Corporation (the Company) Warrants, and \$.75 Convertible Preferred Stock, Par Value \$.01 Per Share, into shares of Common Stock, (ii) the exercise of stock options pursuant to the Company's 1992 Stock Option Plan, (iii) an adjustment to the reclassification of the Company's Class B Stock into shares of Common Stock, (iv) the issuance by the Company of shares of Common Stock, previously held as treasury shares, as contributions to the Company's Retirement Savings Plan for the benefit of its employees and the issuance of shares for the Profit Sharing Contribution to the Company's Retirement Savings Plan for the benefit of its employees, (v) purchases by the Company of Common Stock, (vi) stock dividends, payable in shares of Common Stock, on the aggregate shares outstanding of \$.75 Convertible Preferred Stock

payable on August 1, 1993, to shareholders of record on July 9, 1993, and on the aggregate shares outstanding of \$.75 Convertible Preferred Stock payable on November 1, 1993, to shareholders of record on October 8, 1993, and on the aggregate shares outstanding of \$.75 Convertible Preferred Stock payable on May 1, 1995, to shareholders of record on April 10, 1995. Issued as back dividends owed previous holders of preferred stock.

Give brief description of transactions: From June 17, 1993, (the effective date of last reported change) through May 1, 1995, Warrants were exercised for 75 shares of Common Stock and 160,227 shares of \$.75 Convertible Preferred Stock were converted at a conversion rate of 3.5 into 560,802 shares of Common Stock. On October 5, 1993, 10,000 shares, on June 20, 1994, 20,000 shares and on July 8, 1994, 15,000 shares of Common Stock were issued upon the exercise of options pursuant to the 1992 Stock Option Plan. During the same period, an adjustment of 364 shares was necessary pursuant to the rounding up of Class B shares for reclassification at a conversion rate of 1.1 into shares of Common Stock. During the same period, the Company issued and contributed 349,614 shares of Common Stock to its Retirement Savings Plan. On March 31, 1994, 60,043 shares and on April 30, 1994, 20,304 shares were issued for the Company's Profit Sharing Contribution to its Retirement Savings Plan. During the same period, the Company purchased 79 shares of Common Stock tendered by shareholders. As a result of the August 1, 1993, stock dividend on its \$.75 Convertible Preferred Stock, 114,281 shares of Common Stock were issued. As a result of the November 1, 1993, stock dividend on its \$.75 Convertible Preferred Stock, 129,804 shares of Common Stock were issued and as a result of the May 1, 1995, stock dividend on its \$.75 Convertible Preferred Stock, 272,899 shares of Common Stock were issued. A total of 11,106 shares were issued as back dividends owed previous holders of preferred stock.

As of May 1, 1995, there were 28,540,601 total shares of Common Stock outstanding.

The following table summarizes the changes in the amount of shares outstanding from the last reported change:

	Shares of Common Stock
Outstanding as of 6/17/93	27,057,471
Conversions.....	560,869
Exercise of Stock Options.....	45,000
Adjustment to Reclassification.....	(364)
Retirement Savings Plan Contribution.....	349,614
Purchases.....	(79)
Back Dividends.....	11,106
Stock Dividend	
Payable 8/2/93.....	114,281
Stock Dividend	
Payable 11/1/93.....	129,804
Stock Dividend	

Payable 5/1/95.....272,899

Outstanding as of 5/1/95

28,540,601

The Common Stock is traded in the National Market System of the National Association of Securities Dealers, Inc. Automated Quotation System. Each share of the \$.75 Convertible Preferred Stock is convertible at any time into 3.5 shares of Common Stock. Each Warrant is exercisable at any time into shares of Common Stock.

II. CHANGE IN NAME OF ISSUER

1. Name prior to change: Not applicable.
2. Name after change:
3. Effective date of charter amendment changing name:
4. Date of shareholder approval of change, if required:

FOREST OIL CORPORATION  
(Registrant)

By /s/ Daniel L. McNamara

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Daniel L. McNamara  
Secretary

May 10, 1995