

FOREST OIL CORP
Form 8-K
May 27, 2004

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SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the
Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): **May 26, 2003**

FOREST OIL CORPORATION

(Exact name of registrant as specified in charter)

New York	1-13515	25-0484900
(State or other jurisdiction of incorporation)	(Commission file number)	(IRS Employer Identification No.)
1600 Broadway, Suite 2200, Denver, Colorado 80202		
(Address of principal executive offices) (Zip Code)		

Registrant's telephone number, including area code: **303.812.1400**

Item 5. Other Events and Regulation FD Disclosure.

On this Current Report on Form 8-K, the Registrant is filing with the Securities and Exchange Commission the exhibit set forth below.

Item 7. Financial Statements, *Pro Forma* Financial Information and Exhibits.

(c)
Exhibits.

Exhibit	Description
1.1	Underwriting Agreement, dated May 26, 2004, among Forest Oil Corporation, Citigroup Global Markets Inc., and J.P. Morgan Securities Inc. as representatives of the several underwriters.

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Exhibit	Description
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5.1	Opinion of Vinson & Elkins L.L.P.
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SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

FOREST OIL CORPORATION
(Registrant)

Dated: May 27, 2004

By: /s/ NEWTON W. WILSON III

Newton W. Wilson III
Senior Vice President General Counsel and Secretary

INDEX TO EXHIBITS FILED WITH THE CURRENT REPORT ON FORM 8-K

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[SIGNATURES](#)

[INDEX TO EXHIBITS FILED WITH THE CURRENT REPORT ON FORM 8-K](#)