#### FOREST CITY ENTERPRISES INC

Form 4 July 13, 2007

## FORM 4

### UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

**OMB** Number:

3235-0287

Expires:

5. Relationship of Reporting Person(s) to

January 31, 2005

0.5

Estimated average burden hours per

**OMB APPROVAL** 

response...

if no longer subject to Section 16. Form 4 or Form 5

Check this box

obligations may continue. See Instruction

1. Name and Address of Reporting Person \*

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

2. Issuer Name and Ticker or Trading

1(b).

(Print or Type Responses)

JARRETT JERRY V Symbol FOREST CITY ENTERPRISE [FCEA/FCEB]	S INC (Check all applicable)							
(Last) (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year)  186 GRAND OAK CIRCLE 07/11/2007	_X Director 10% Owner Officer (give title below) Other (specify below)							
(Street) 4. If Amendment, Date Original Filed(Month/Day/Year)  VENICE, FL 34292	6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person							
(City) (State) (Zip) Table I - Non-Derivative Secur	(City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned							
1.Title of Security (Month/Day/Year) 2A. Deemed 3. 4. Securities A Transaction(A) or Dispose Code (Instr. 3, 4 and (Month/Day/Year) (Instr. 8)  (A) or Code V Amount (D)	of (D) Securities Form: Direct Indirect							
Class A Common 07/11/2007 S 5,500 D Stock	\$ 60 17,500 D							
Class A Common 07/11/2007 S 100 D Stock	\$ 17,400 D							
Class A Common 07/11/2007 S 100 D Stock	\$ 17,300 D							
Class A 07/11/2007 S 200 D Common	\$ 17,100 D 60.14							

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Stock

Class A 100 D \$ 17,000 S D Common 07/11/2007 Stock

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

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#### 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. Transactic Code (Instr. 8)	5. orNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	3		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
2003 Stock Option Grant (right to buy)	\$ 15.5					03/17/2005(1)	03/17/2013	Class A Common	10,800
2005 Stock Option Grant (right to buy)	\$ 31.75					04/06/2007(2)	04/06/2015	Class A Common	10,800
2006 Stock Option Grant (right to buy)	\$ 46.37					04/04/2008(3)	04/04/2016	Class A Common	10,800
2007 Stock Option	\$ 65.35					03/29/2009(4)	03/29/2017	Class A Common	10,800

Grant (right to buy)

# **Reporting Owners**

Reporting Owner Name / Address	Relationships					
• 0	Director	10% Owner	Officer	Other		
JARRETT JERRY V						
186 GRAND OAK CIRCLE	X					
VENICE, FL 34292						

# **Signatures**

Geralyn M. Presti, Attorney-In-Fact for Jerry V. Jarrett

07/13/2007

\*\*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) 2003 Stock Option Grant 25% exercisable 3/17/2005; 25% exercisable 3/17/2006; and 50% exercisable 3/17/2007.
- (2) 2005 Stock Option Grant 25% exercisable 4/06/2007; 25% exercisable 4/06/2008; and 50% exercisable 4/06/2009.
- (3) 2006 Stock Option Grant 25% exercisable 4/04/2008; 25% exercisable 4/04/2009; and 50% exersicable 4/04/2010.
- (4) 2007 Stock Option Grant 25% exercisable 3/29/2009; 25% exercisable 3/29/2010; and 50% exercisable 3/29/2011.

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.

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