

WATSON PHARMACEUTICALS INC  
 Form 4  
 August 24, 2005

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
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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 \*  
 BOYER ANDREW S

2. Issuer Name and Ticker or Trading Symbol  
 WATSON PHARMACEUTICALS INC [WPI]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)  
 08/22/2005

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
 VP, Sales & Marketing

C/O WATSON PHARMA, INC., 360 MOUNT KEMBLE AVENUE

(Street)

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

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 \_\_\_\_ Form filed by More than One Reporting Person

MORRISTOWN, NJ 07960

(City) (State) (Zip)

**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) |
|----------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
|                                  |                                      |  | Code                           | V   | Amount or Price   |  |   |
| Common Stock, par value \$0.0033 | 08/22/2005                           |  | M                              |   | 10,000 A \$ 28.15   | 11,667   | D   |
| Common Stock, par value \$0.0033 | 08/22/2005                           |  | M                              |   | 9,000 A \$ 26.4   | 20,667   | D   |
| Common Stock, par                | 08/22/2005                           |  | M                              |   | 9,000 A \$ 24.15  | 29,667   | D   |

value  
\$0.0033

|   |            |   |       |   |             |        |   |
|---|------------|---|-------|---|-------------|--------|---|
| Common<br>Stock, par<br>value<br>\$0.0033 | 08/22/2005 | M | 3,200 | A | \$<br>26.14 | 32,867 | D |
|---|------------|---|-------|---|-------------|--------|---|

|   |            |   |        |   |         |                      |   |
|---|------------|---|--------|---|---------|----------------------|---|
| Common<br>Stock, par<br>value<br>\$0.0033 | 08/22/2005 | S | 31,200 | D | \$ 35.6 | 1,667 <sup>(1)</sup> | D |
|---|------------|---|--------|---|---------|----------------------|---|

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 (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   |
| Incentive Stock Options to Purchase Common Stock | \$ 28.15   | 08/22/2005                           |  | M                              | 2  | 11/26/2003      11/26/2011                               | Common Stock, par value \$0.0033                            |
| Non-Qualified Options to Purchase Common Stock   | \$ 28.15   | 08/22/2005                           |  | M                              | 9,998  | 11/26/2004      11/26/2011                               | Common Stock, par value \$0.0033                            |
| Incentive Stock Options to Purchase Common Stock | \$ 26.4  | 08/22/2005                           |  | M                              | 5  | 05/28/2003      05/28/2012                               | Common Stock, par value \$0.0033                            |

|  |          |            |   |       |            |            |   |     |
|--|----------|------------|---|-------|------------|------------|---|-----|
| Non-Qualified<br>Options to<br>Purchase<br>Common<br>Stock | \$ 26.4  | 08/22/2005 | M | 8,995 | 05/28/2005 | 05/28/2012 | Common<br>Stock, par<br>value<br>\$0.0033 | 8,9 |
| Non-Qualified<br>Options to<br>Purchase<br>Common<br>Stock | \$ 24.15 | 08/22/2005 | M | 9,000 | 04/15/2005 | 04/15/2012 | Common<br>Stock, par<br>value<br>\$0.0033 | 9,0 |
| Non-Qualified<br>Options to<br>Purchase<br>Common<br>Stock | \$ 26.14 | 08/22/2005 | M | 3,200 | 08/09/2005 | 08/09/2014 | Common<br>Stock, par<br>value<br>\$0.0033 | 3,2 |

## Reporting Owners

| Reporting Owner Name / Address   | Relationships |           |                          |       |
|--|---------------|-----------|--------------------------|-------|
|  | Director      | 10% Owner | Officer                  | Other |
| BOYER ANDREW S<br>C/O WATSON PHARMA, INC.<br>360 MOUNT KEMBLE AVENUE<br>MORRISTOWN, NJ 07960 |               |           | VP, Sales &<br>Marketing |       |

## Signatures

/s/ANDREW S.  
BOYER 08/23/2005

\*\*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).
- (1) This represents shares of restricted stock issued pursuant to the Amendment and Restatement of the 2001 Incentive Award Plan of Watson Pharmaceuticals, Inc.

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.