NEOGEN CORP Form 4 October 12, 2010

### FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

OMB APPROVAL

Number: 3235-0287

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

obligations

may continue.

See Instruction

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

1(b).

(Print or Type Responses)

| 1. Name and A PAPESH G               | Symbo                                   | 2. Issuer Name <b>and</b> Ticker or Trading<br>Symbol<br>NEOGEN CORP [NEOG] |                                 |   | 5. Relationship of Reporting Person(s) to Issuer |  |  |   |
|--------------------------------------|---|---|---------------------------------|---|--|--|--|---|
| (Last)                               | (First) (M                              | liddle) 3. Date   | 3. Date of Earliest Transaction |   |  | (Check all applicable)   |  |   |
| (====)                               | ()                                      | , 5.240   | /Day/Year)                      | ansaction   |  | X Director   | 10%  | 6 Owner   |
| DART, PAP<br>S. HAGADO               | `                                       | · · · · · · · · · · · · · · · · · · ·                                       |                                 |   | Officer (gives                                   | ve title Oth below)  | er (specify  |   |
| (Street) 4.                          |   |   | 4. If Amendment, Date Original  |   |  | 6. Individual or Joint/Group Filing(Check  |  |   |
| EAST LANSING, MI 48823-5385          |   |   | Filed(Month/Day/Year)           |   |  | Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person               |  |   |
| (City)                               | (State)                                 | Zip) Ta   | ble I - Non-D                   | erivative Secur   | ities Ac   | quired, Disposed   | of, or Beneficia   | lly Owned   |
| 1.Title of<br>Security<br>(Instr. 3) | 2. Transaction Date<br>(Month/Day/Year) | e 2A. Deemed<br>Execution Date,<br>any<br>(Month/Day/Yea                    | Code                            | 4. Securities onAcquired (A) of Disposed of (I (Instr. 3, 4 and or Amount (D) | O)<br>15)  | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership<br>Form: Direct<br>(D) or<br>Indirect (I)<br>(Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
| Common<br>Stock                      |   |   |                                 |   |  | 3,006  | D  |   |

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

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SEC 1474

(9-02)

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

#### Edgar Filing: NEOGEN CORP - Form 4

| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4.<br>Transacti<br>Code<br>(Instr. 8) | 5. Number on f 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 Securities (Instr. 3 and 4) |  |
|---|---|--------------------------------------|---|---------------------------------------|---|--|--------------------|---|--|
|   |   |                                      |   | Code V                                | (A) (D)   | Date<br>Exercisable                                      | Expiration<br>Date | Title   | Amount<br>or<br>Number<br>of<br>Shares |
| Common<br>Stock<br>Option<br>(Right to<br>buy)      | \$ 33.63  | 10/07/2010                           |   | A                                     | 2,000   | <u>(1)</u>   | 10/07/2020         | Common<br>Stock   | 2,000                                  |

# **Reporting Owners**

| Reporting Owner Name / Address   | Relationships |           |         |       |  |
|--|---------------|-----------|---------|-------|--|
| Transfer of the same of the sa | Director      | 10% Owner | Officer | Other |  |
| PAPESH G BRUCE<br>DART, PAPESH & CO., INC.<br>4572 S. HAGADORN RD.<br>EAST LANSING, MI 48823-5385  | X             |           |         |       |  |

# **Signatures**

Richard R. Current
(Attorney-in-fact)

\*\*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) The stock options were issued 10/7/10 as Non-Qualified stock options and will become exercisable 33% yearly.

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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