

HENDRICKSON JOHN T
 Form 4
 May 07, 2010

FORM 4

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

OMB APPROVAL

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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 *
HENDRICKSON JOHN T

(Last) (First) (Middle)
C/O PERRIGO COMPANY, 515 EASTERN AVENUE
 (Street)

ALLEGAN, MI 49010

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
PERRIGO CO [PRGO]

3. Date of Earliest Transaction (Month/Day/Year)
05/05/2010

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
EVP Global Operations & Supply

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

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 Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock	05/05/2010		M		8,000	A	\$ 9.84
Common Stock	05/05/2010		M		1,790	A	\$ 13.9
Common Stock	05/05/2010		M		25,000	A	\$ 18.18
Common Stock	05/05/2010		F		1,693	D	\$ 61.16
Common Stock	05/05/2010		S		25,000	D	\$ 60.614

(1)

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Common Stock	05/05/2010	G ⁽²⁾	V	8,097	D	\$ 0	0	D	
Common Stock	05/05/2010	G	V	2,000	D	\$ 0	54,828	I	By Trust <u>(3)</u>

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. Transaction Code (Instr. 8)	5. Number of 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)	Amount or Number of Shares	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	
Employee Stock Option Right to Buy	\$ 9.84	05/05/2010		M	300	08/06/2004 08/06/2012	Common Stock	300	
Employee Stock Option Right to Buy	\$ 9.84	05/05/2010		M	7,700	08/06/2005 08/06/2012	Common Stock	7,700	
Employee Stock Option Right to Buy	\$ 13.9	05/05/2010		M	823	08/20/2007 08/20/2013	Common Stock	823	
Employee Stock Option Right to Buy	\$ 13.9	05/05/2010		M	967	08/20/2008 08/20/2013	Common Stock	967	
	\$ 18.18	05/05/2010		M	8,445	08/16/2005 08/16/2014		8,445	

Employee Stock Option Right to Buy								Common Stock	
Employee Stock Option Right to Buy	\$ 18.18	05/05/2010	M	8,445	08/16/2006	08/16/2014		Common Stock	8,445
Employee Stock Option Right to Buy	\$ 18.18	05/05/2010	M	8,110	08/16/2007	08/16/2014		Common Stock	8,444

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
HENDRICKSON JOHN T C/O PERRIGO COMPANY 515 EASTERN AVENUE ALLEGAN, MI 49010			EVP Global Operations & Supply	

Signatures

John T.
Hendrickson 05/07/2010

**Signature of Date
Reporting Person

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 price in column 4 is a weighted average. The prices actually received ranged from \$60.00 to 61.68. For all transactions in this Form 4 utilizing a weighted average price, the reporting person undertakes to provide upon request by the SEC staff, the issuer, or a security holder of the issuer, full information regarding the number of shares sold at each separate prices within the range.
 - (2) On May 5, 2010, the reporting person's directly held shares were transferred into the John T. Hendrickson Trust, of which the reporting persin is the Trustee.
 - (3) Shares held in John T. Hendrickson Trust, of which the reporting person is the Trustee.

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.