

BOHANNON LON M
Form 4
October 01, 2010

FORM 4

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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 *
BOHANNON LON M

(Last) (First) (Middle)

NEOGEN CORP, 620 LESHER PLACE

(Street)

LANSING, MI 48912

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
NEOGEN CORP [NEOG]

3. Date of Earliest Transaction (Month/Day/Year)
09/29/2010

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)
President & COO

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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount or Price		
Common Stock	09/29/2010		M		7,217 A \$ 8.18	358,259	D
Common Stock	09/29/2010		S		7,217 D \$ 34.3901	351,042	D
Common Stock	09/29/2010		M		1,152 A \$ 9.02	352,194	D
Common Stock	09/29/2010		S		1,152 D \$ 33.9695	351,042	D
Common Stock	09/30/2010		M		198 A \$ 9.02	351,240	D

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Common Stock	09/30/2010	S	198	D	\$ 33.9695	351,042	D
Common Stock	09/30/2010	M	3,067	A	\$ 9.02	354,109	D
Common Stock	09/30/2010	S	3,007	D	\$ 33.9695	351,042	D

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

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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 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)	8. Amount or Number of Shares	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Common Stock Options (Right to buy)	\$ 8.18	09/29/2010		M	1,823	<u>(1)</u> 10/31/2010	Common Stock	7,217	
Common Stock Options (Right to buy)	\$ 9.02	09/29/2010		M	1,152	<u>(2)</u> 11/03/2011	Common Stock	1,152	
Common Stock Option (Right to buy)	\$ 9.02	09/30/2010		M	198	<u>(3)</u> 11/03/2011	Common Stock	198	
Common Stock Option (Right to	\$ 9.02	09/30/2010		M	3,067	<u>(2)</u> 11/03/2011	Common Stock	3,067	

buy)

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
BOHANNON LON M NEOGEN CORP 620 LESHER PLACE LANSING, MI 48912	X		President & COO	

Signatures

Richard R. Current
(Attorney-in-fact) 10/01/2010

__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 options were granted 10/31//05 as ISO options with 5 year lives. The options vested 20% per year for 5 years.
- (2) The options were granted 11/1/06 as non-qualified options with 5 year lives. The options vested 20% per year for 5 years.
- (3) The options were granted 11/3/06 as ISO options with 5 year lives. The options vested 20% per year for 5 years.

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.