NEOGEN CORP Form 4

February 07, 2007

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

5 Relationship of Reporting Person(s) to

3235-0287

Expires:

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 obligations may continue. See Instruction

Check this box

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 Januar Nama and Tielzer or Tradina

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person *

HELLER LEONARD E Sy			2. Issuer Name and Ticker or Trading Symbol NEOGEN CORP [NEOG]				Issuer			
(Last)	(First) (M	e of Earliest Tr h/Day/Year) 5/2007	ransaction			(Check all applicable) _X_ Director 10% Owner Officer (give title below) Other (specify below)				
	(Street)		4. If Amendment, Date Original Filed(Month/Day/Year)				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) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned									
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	. Transaction Date 2A. Deemed Month/Day/Year) Execution Date, if any (Month/Day/Year)			ispose 4 and (A) or	equired d of (D) 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)		
Common Stock	02/05/2007		M	Amount 2,281	A	\$ 5.5	38,988	D		
Common Stock	02/05/2007		M	834	A	\$ 11.12	39,822	D		
Common Stock	02/05/2007		S	2,281	D	\$ 22.96	37,541	D		
Common Stock	02/05/2007		S	834	D	\$ 22.96	36,707	D		
Common Stock	02/06/2007		M	1,666	A	\$ 11.12	38,373	D		
	02/06/2007		M	237	A	\$ 9.52	38,610	D		

Edgar Filing: NEOGEN CORP - Form 4

Common Stock						
Common Stock	02/06/2007	S	1,666	D	\$ 22.95 36,944	D
Common Stock	02/06/2007	S	237	D	\$ 22.95 36,707	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.

SEC 1474 (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. Transactic Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exer Expiration D (Month/Day)	ate	7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8. De Se (In
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Common Stock Option	\$ 5.5	02/05/2007		X	2,281	<u>(1)</u>	10/05/2010	Common Stock	2,281	
Common Stock Option	\$ 11.12	02/05/2007		X	834	<u>(1)</u>	10/05/2011	Common Stock	834	\$
Common Stock Option	\$ 11.12	02/06/2007		X	1,666	<u>(1)</u>	10/05/2011	Common Stock	1,666	\$
Common Stock Option	\$ 9.52	02/06/2007		X	237	<u>(1)</u>	10/09/2012	Common Stock	237	

Reporting Owners

Reporting Owner Name / Address

Director 10% Owner Officer Other

Reporting Owners 2

HELLER LEONARD E

X

Signatures

Richard R.
Current POA

02/07/2007

**Signature of Reporting Date
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 options vested 33% yearly from the date of grant (10/5/00, 10/5/01 or 10/9/02)

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.

Signatures 3