

BOHANNON LON M  
Form 4  
October 12, 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)  
10/07/2010

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	Price	
Common Stock	10/07/2010		M		1,155	A \$ 13.553	352,197 D
Common Stock	10/07/2010		S		1,155	D \$ 34.041	351,042 D
Common Stock	10/08/2010		M		3,523	A \$ 13.553	354,565 D
Common Stock	10/08/2010		S		3,523	D \$ 34.0685	351,042 D
Common Stock	10/11/2010		M		18,345	A \$ 13.553	369,387 D

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Common Stock	10/11/2010	S	18,345	D	\$ 34.0004	351,042	D
Common Stock	10/11/2010	M	4,220	A	\$ 18.187	355,242	D
Common Stock	10/11/2010	S	4,220	D	\$ 34.0004	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)	Amount or Number of Shares
						Date Exercisable	Expiration Date		
Common Stock Option (Right to buy)	\$ 13.553	10/07/2010		M	1,155	(1)	08/09/2012	Common Stock	1,155
Common Stock Option (Right to buy)	\$ 13.553	10/08/2010		M	3,523	(1)	08/09/2012	Common Stock	3,523
Common Stock Options (Right to buy)	\$ 13.553	10/11/2010		M	18,345	(1)	08/09/2012	Common Stock	18,345
Common Stock Option (Right to buy)	\$ 18.187	10/11/2010		M	4,220	(2)	08/15/2013	Common Stock	4,220

# 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)	10/12/2010
<small>**Signature of Reporting Person</small>	<small>Date</small>

# 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 8/9/07 as Non-Qualified options and became exercisable 20% yearly thereafter.
- (2) The options were granted 8/15/08 as Non-Qualified options and became exercisable 20% yearly thereafter.

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.