

HENDRICKSON JOHN T
Form 4
May 22, 2007

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

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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)

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)
05/18/2007

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)
Exec VP Global Operations

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 | 05/18/2007 | | M | | 25,000 A \$ 13.9 | 58,506 ⁽³⁾ | D |
| Common Stock | 05/18/2007 | | S | | 4,300 D \$ 19.88 | 54,206 | D |
| Common Stock | 05/18/2007 | | S | | 6,549 D \$ 19.87 | 47,657 | D |
| Common Stock | 05/18/2007 | | S | | 1,700 D \$ 19.86 | 45,957 | D |
| Common Stock | 05/18/2007 | | S | | 12,451 D \$ 19.85 | 33,506 | D |

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| | | | | | | | | |
|--------------|------------|--|-----|-------|--------|--------|---|-----------------------------------|
| Common Stock | | | | | | 4,351 | I | By Profit Sharing Plan <u>(1)</u> |
| Common Stock | 05/21/2007 | | G V | 1,550 | D \$ 0 | 23,368 | I | By Trust <u>(2)</u> |

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)

| 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 (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 | \$ 13.9 | 05/18/2007 | | M | 8,708 | 08/20/2004 08/20/2013 | Common Stock | 9,676 |
| Employee Stock Option Right to Buy | \$ 13.9 | 05/18/2007 | | M | 8,708 | 08/20/2005 08/20/2013 | Common Stock | 9,676 |
| Employee Stock Option Right to Buy | \$ 13.9 | 05/18/2007 | | M | 7,584 | 08/20/2006 08/20/2013 | Common Stock | 9,675 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--------------------------------|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |

HENDRICKSON JOHN T
PERRIGO COMPANY
515 EASTERN AVENUE
ALLEGAN, MI 49010

Exec VP Global Operations

Signatures

John T.
Hendrickson 05/22/2007
 **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) By Profit Sharing Plan as of 5/18/07.
- (2) Shares held in Mary Hendrickson Trust (spouse).
- (3) Excludes 18,289 shares and 6,397 shares previously owned directly that were transferred to the Mary Hendrickson Trust on 8/28/06 and 5/21/07, respectively.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.
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