

NEOGEN CORP
Form 4
April 04, 2008

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 *
BRADLEY EDWARD

(Last) (First) (Middle)

(Street)

(City) (State) (Zip)

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

3. Date of Earliest Transaction (Month/Day/Year)
04/02/2008

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)
Vice President

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 (A) or (D) Price			
Common Stock	04/02/2008		M	14,241 A \$ 6.53	94,407	D	
Common Stock	04/02/2008		M	4,974 A \$ 10.13	99,381	D	
Common Stock	04/02/2008		M	3,550 A \$ 13.63	102,931	D	
Common Stock	04/02/2008		M	1,440 A \$ 12.27	104,371	D	
Common Stock	04/02/2008		M	1,440 A \$ 12.27	105,811	D	

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Common Stock	04/02/2008	M	3,101	A	\$ 13.53	108,912	D
Common Stock	04/02/2008	S	14,241	D	\$ 25	94,371	D
Common Stock	04/02/2008	S	4,974	D	\$ 25	89,697	D
Common Stock	04/02/2008	S	3,550	D	\$ 25	86,147	D
Common Stock	04/02/2008	S	1,440	D	\$ 25	84,707	D
Common Stock	04/02/2008	S	1,440	D	\$ 25	83,267	D
Common Stock	04/02/2008	S	3,101	D	\$ 25	80,186	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)	
				Code	V (A) (D)	Date Exercisable Expiration Date	Title	Amount or Number of Shares
Common Stock Option	\$ 6.53	04/02/2008		X	14,241	09/11/2003 ⁽¹⁾ 09/11/2012	Common Stock	14,241
Common Stock Option	\$ 10.13	04/02/2008		X	4,974	10/10/2004 ⁽²⁾ 10/10/2008	Common Stock	4,974
Common Stock Options	\$ 13.63	04/02/2008		X	3,550	12/21/2005 ⁽³⁾ 12/21/2009	Common Stock	3,550
Common Stock	\$ 12.27	04/02/2008		X	1,440	10/31/2006 ⁽⁴⁾ 10/31/2015	Common Stock	1,440

Option									
Common									
Stock	\$ 12.27	04/02/2008		X	1,440	10/31/2006 ⁽⁵⁾	10/31/2010	Common	1,440
Option								Stock	
Common									
Stock	\$ 13.53	04/02/2008		X	3,101	11/03/2007 ⁽⁶⁾	11/03/2011	Common	3,101
Option								Stock	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
BRADLEY EDWARD				
			Vice President	

Signatures

Richard R.
Current POA

04/04/2008

 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 9/11/02 as non qualified options and became exercisable 33% yearly thereafter
- (2) The options were granted 10/10/03 as ISO options and became exercisable 20% yearly thereafter
- (3) The options were granted 12/21/04 as ISO options and became exercisable 20% yearly thereafter
- (4) The options were granted 10/31/05 as non qualified options and became exercisable 33% yearly thereafter
- (5) The options were granted 10/31/05 as ISO options and became exercisable 20% yearly thereafter
- (6) The options were granted 11/3/06 as non qualified options and became exercisable 33% 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.

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