

BRADLEY EDWARD

Form 4

October 12, 2010

FORM 4
UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

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

OMB APPROVAL

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

(Print or Type Responses)

1. Name and Address of Reporting Person *
BRADLEY EDWARD

(Last) (First) (Middle)

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

3. Date of Earliest Transaction
(Month/Day/Year)
10/07/2010

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

____ Director _____ 10% Owner
____X____ Officer (give title below) _____ Other (specify below)

Vice President

(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) (Zip)

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	10/07/2010		M		745	A \$ 18.186	110,265 D
Common Stock	10/07/2010		S		745	D \$ 34.0412	109,520 D
Common Stock	10/08/2010		M		2,296	A \$ 18.186	111,816 D
Common Stock	10/08/2010		S		2,296	D \$ 34.0685	109,520 D
Common Stock	10/11/2010		M		1,467	A \$ 6.753	110,987 D

Edgar Filing: BRADLEY EDWARD - Form 4

Common Stock	10/11/2010	S	1,467	D	\$ 34	109,520	D	
Common Stock	10/11/2010	M	239	A	\$ 18.186	109,759	D	
Common Stock	10/11/2010	S	239	D	\$ 34	109,520	D	
Common Stock						14,012	I	Held by Neogen 401-K Plan

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. 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. 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 Options (Right to buy)	\$ 18.186	10/07/2010		M	745	<u>(1)</u> 08/15/2013	Common Stock	745
Common Stock Options (Right to buy)	\$ 18.186	10/08/2010		M	2,296	<u>(1)</u> 08/15/2013	Common Stock	2,296
Common Stock Options (Right to buy)	\$ 6.753	10/11/2010		M	1,467	<u>(2)</u> 10/10/2013	Common Stock	1,467

Common
Stock
Options
(Right to
buy)

\$ 18.186 10/11/2010

M

239

(1)

08/15/2013

Common
Stock

239

Reporting Owners

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

Signatures

Richard R. Current
(Attorney-in-fact) 10/12/2010

__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 8/15/08 as Non-Qualified options and became exercisable 20% yearly thereafter.
- (2) The options were granted 10/10/03 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.
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.