

HENDRICKSON JOHN T
Form 4
August 27, 2008

FORM 4

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

OMB APPROVAL

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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)

C/O 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)
08/25/2008

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)
EVP Global Operations & Supply

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 Ownership (Instr. 4)
			Code	V Amount (A) or (D) Price			
Common Stock	08/25/2008		G	V 1,000 D \$ 0	45,595	I	By Trust (1)
Common Stock	08/25/2008		M	9,300 A \$ 9.84	14,741	D	
Common Stock	08/25/2008		M	5,700 A \$ 13.9	20,441	D	
Common Stock	08/25/2008		S	100 D \$ 35.92	20,341	D	
Common Stock	08/25/2008		S	200 D \$ 35.93	20,141	D	

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Common Stock	08/25/2008	S	400	D	\$ 35.94	19,741	D
Common Stock	08/25/2008	S	600	D	\$ 35.95	19,141	D
Common Stock	08/25/2008	S	500	D	\$ 35.96	18,641	D
Common Stock	08/25/2008	S	400	D	\$ 35.97	18,241	D
Common Stock	08/25/2008	S	700	D	\$ 35.98	17,541	D
Common Stock	08/25/2008	S	1,500	D	\$ 35.99	16,041	D
Common Stock	08/25/2008	S	2,200	D	\$ 36	13,841	D
Common Stock	08/25/2008	S	900	D	\$ 36.01	12,941	D
Common Stock	08/25/2008	S	200	D	\$ 36.02	12,741	D
Common Stock	08/25/2008	S	100	D	\$ 36.03	12,641	D
Common Stock	08/25/2008	S	200	D	\$ 36.04	12,441	D
Common Stock	08/25/2008	S	300	D	\$ 36.06	12,141	D
Common Stock	08/25/2008	S	100	D	\$ 36.07	12,041	D
Common Stock	08/25/2008	S	100	D	\$ 36.08	11,941	D
Common Stock	08/25/2008	S	400	D	\$ 36.09	11,541	D
Common Stock	08/25/2008	S	300	D	\$ 36.1	11,241	D
Common Stock	08/25/2008	S	100	D	\$ 36.12	11,141	D
Common Stock	08/25/2008	S	200	D	\$ 36.15	10,941	D
Common Stock	08/25/2008	S	600	D	\$ 36.16	10,341	D
Common Stock	08/25/2008	S	300	D	\$ 36.17	10,041	D
	08/25/2008	S	200	D		9,841	D

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Common Stock						\$ 36.19		
Common Stock	08/25/2008	S	200	D	\$ 36.2	9,641	D	
Common Stock	08/25/2008	S	400	D	\$ 36.21	9,241	D	
Common Stock	08/25/2008	S	791	D	\$ 36.22	8,450	D	
Common Stock	08/25/2008	S	700	D	\$ 36.23	7,750	D	

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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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)	
						Date Exercisable	Expiration Date	Title	Amount or Number of Shares
				Code	V (A) (D)				
Employee Stock Option Right to Buy	\$ 9.84	08/25/2008		M	300	08/06/2006	08/16/2012	Common	300
Employee Stock Option Right to Buy	\$ 9.84	08/25/2008		M	9,000	08/06/2007	08/16/2012	Common	9,000
Employee Stock Option Right to Buy	\$ 13.9	08/25/2008		M	2,653	08/20/2008	08/20/2013	Common	8,700
	\$ 13.9	08/25/2008		M	146	08/20/2005	08/20/2013	Common	146

Employee
Stock
Option
Right to
Buy

Employee
Stock
Option
Right to
Buy

Employee
Stock
Option
Right to
Buy

Employee
Stock
Option
Right to
Buy

Employee
Stock
Option
Right to
Buy

Employee
Stock
Option
Right to
Buy

Employee
Stock
Option
Right to
Buy

Restricted
Stock
Units

\$ 13.9	08/25/2008	M	967	08/20/2006	08/20/2013	Common	967
\$ 13.9	08/25/2008	M	967	08/20/2007	08/20/2013	Common	967
\$ 13.9	08/25/2008	M	967	08/20/2008	08/20/2013	Common	967
\$ 35.85	08/25/2008	A	3,176	08/25/2009	08/25/2018	Common	3,176
\$ 35.85	08/25/2008	A	3,175	08/25/2010	08/25/2018	Common	3,175
\$ 35.85	08/25/2008	A	3,175	08/25/2011	08/25/2018	Common	3,175
(2)	08/25/2008	A ⁽³⁾	3,029	08/25/2011	08/26/2011	Common	3,029

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
HENDRICKSON JOHN T C/O PERRIGO COMPANY			EVP Global Operations & Supply	

515 EASTERN AVENUE
ALLEGAN, MI 49010

Signatures

John T.
Hendrickson 08/27/2008

 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) Shares held in Mary Hendrickson Trust (Spouse)
- (2) Each Restricted Stock Unit represents a contingent right to receive one share of Perrigo Company common stock.
- (3) Restricted Stock Units awarded Mr. Hendrickson in his capacity as Executive VP of Global Operations and Supply Chain, pursuant to the 2003 Long-Term Incentive Plan.

Remarks:

This Form 4 is 1 of 2 forms being filed by the reporting person. Multiple forms are required as a result of technical limitations.

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.